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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-5
ASSET DISPOSITIONS (GENERAL)
981.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 03/31/07
Bill Number: 1156471

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/01/07	0.20	ATTEND MEETING AT COMPANY IN TROY WITH J. SHEEHAN, M. LOEB AND S. CORCORAN RE: STEERING BUSINESS DISPOSITION MATTERS (0.2) .
BUTLER, JR. J	02/14/07	0.70	CONTINUE TO PREPARE FOR FEBRUARY 15TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: BRAKE HOSE SALE PROCEDURES/PROTECTION MOTION INCLUDING REVIEW OF FINAL FORM OF ORDER AND PROFFER MATERIALS (0.7) .
BUTLER, JR. J	02/15/07	0.60	PREPARE FOR (0.4) AND PARTICIPATE IN (0.2) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: BRAKE HOSE SALE PROCEDURES/PROTECTION MOTION.
BUTLER, JR. J	02/21/07	0.30	EMAILS FROM/TO F. BELLAR AND J. BERTRAND RE ASSET DIVESTITURE VALUATION AND SSECTION 363 MATTERS (0.3) .
		1.80	
GIBSON ML	02/20/07	3.00	MULTIPLE TELECONFERENCES/CORRESPONDENCE WITH WORKING GROUP RE: STEERING (0.4) ; REVIEW AND COMMENT ON MARK-UP OF CLOSURES AGREEMENT (2.6) .
GIBSON ML	02/21/07	0.70	REVIEW AND COMMENT ON REVISED CLOSURES DOCUMENT (0.5) ; MULTIPLE CORRESPONDENCE RE: STEERING NEGOTIATIONS (0.2) .
GIBSON ML	02/22/07	0.10	CORRESPONDENCE/CALLS RE: STATUS UPDATE (0.1) .
		3.80	
LYONS JK	02/01/07	1.20	CONFERENCE RE: STATUS OF DIVESTITURES AND DUE DILIGENCE REQUESTS (1.2) .
LYONS JK	02/07/07	4.70	CONFERENCES WITH CLIENT RE: DIVESTITURE PROVISIONS INCLUDING NO SHOP PROVISIONS, REVIEW OF TERMS AND LANGUAGE AND STRATEGIES RE: THE SAME (4.7) .
LYONS JK	02/08/07	3.80	ANALYSIS OF AND CONSULTATION WITH CLIENT ON VARIOUS DIVESTITURE MATTERS, NONSOLICITATION, NO SHOP, BREAK UP FEES AND OTHER MATTERS AND REVIEW OF TERMS AND RESOLUTION OF USW OBJECTION TO BRAKE HOSE BIDDING PROCEDURES (3.8) .

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LYONS JK	02/09/07	3.10	CONFERENCE WITH CLIENT RE: USW OBJECTION TO BRAKE HOSE PROCEDURES, CONFERENCE WITH USW COUNSEL AND RESOLVED OBJECTION AND OTHER DIVESTITURE ISSUES (3.1).
LYONS JK	02/11/07	1.10	REVIEW AND ANALYSIS OF PEGASUS TERM SHEET (1.1).
LYONS JK	02/12/07	2.10	DEVELOP STRATEGIES AND ADVICE TO CLIENT RE: BRAKE HOSE AND PEGASUS TRANSACTIONS (2.1).
LYONS JK	02/13/07	1.10	REVIEW OF BRAKE HOSE SCRIPT AND CONSENSUAL LANGUAGE RE: USW (1.1).
LYONS JK	02/15/07	1.20	DEVELOPED STRATEGIES AND TIMELINES FOR PROJECT RHODES AND CONFERENCE WITH CLIENT (1.2).
LYONS JK	02/16/07	2.20	DEVELOP STRATEGIES RE: TAILS AND OTHER BREAK UP FEE ISSUES AND REVIEW OF PRECEDENT AND AGREEMENTS (2.2).
LYONS JK	02/21/07	4.30	REVIEW OF CLOSURES MSPA AND COMMENTS AND PEGASUS MSPA AND COMMENTS AND CONFERENCES WITH CLIENT (4.3).
LYONS JK	02/22/07	0.80	REVIEW OF CLOSURES AND RHODES ISSUES (0.8).
LYONS JK	02/26/07	3.10	REVIEW OF COMMENTS TO SALE ORDER AND BIDDING PROCEDURES ORDER RE: RHODES AND OTHER DIVESTITURE MATTERS (3.1).
LYONS JK	02/27/07	4.50	REVIEW AND COMMENTS TO PEGASUS MSPA, POLO FOLLOW UP, AND REVIEW OF RHODES BANKRUPTCY COMMENTS ON ORDERS (4.5).
LYONS JK	02/28/07	1.30	ADDITIONAL REVIEW OF PEGASUS MSPA AND COMMENTS THERETO (1.3).
		34.50	
MARAFIOTI KA	02/01/07	0.40	CONSIDER ISSUES RE: LAUREL, MISSISSIPPI ASSET SALE (0.4).
MARAFIOTI KA	02/02/07	0.40	REVIEW AND REVISE LAUREL, MISSISSIPPI NOTICE (0.3); RELATED CORRESPONDENCE (0.1).
MARAFIOTI KA	02/06/07	0.20	REVIEW AND REVISE LAUREL, MISSISSIPPI NOTICE OF SALE OF LEASE OPTION (0.2).
MARAFIOTI KA	02/08/07	0.20	REVIEW USW OBJECTION TO BRAKE HOSE SALE PROCEDURES (0.1) AND CORRESPONDENCE EXCHANGE WITH CLIENT RE: SAME (0.1).
MARAFIOTI KA	02/26/07	0.30	REVIEW CORRESPONDENCE REQUESTING PRE-MOTION SETTLEMENT CONFERENCE (0.3).
		1.50	

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PANAGAKIS GN	02/15/07	6.00	PREPARE FOR AND ATTEND SALE HEARING (4.8); ATTEND TO FOLLOW UP MATTERS RE: SAME (1.2).
		6.00	
Total Partner		47.60	
MATZ TJ	02/06/07	0.20	CORRESPONDENCE WITH B. SAX RE: BRAKE HOSE SALE, UNION INFORMATION (0.2).
MATZ TJ	02/08/07	0.30	REVIEW USW LIMITED OBJECTIONS RE: BRAKE HOSE SALE (0.1); TELECONFERENCE WITH L. PETERSEN RE: SAME (0.1); CORRESPONDENCE WITH L. PETERSEN RE: SAME (0.1).
MATZ TJ	02/09/07	0.20	CORRESPONDENCE WITH B. SAX RE: BRAKE HOSE SALE & USW POSITION (0.2).
MATZ TJ	02/12/07	0.30	TELECONFERENCE WITH L. PETERSEN RE: 2/15 HEARING RE: BRAKE HOSE SALE (0.2); CORRESPONDENCE WITH L. PETERSEN RE: BRAKE HOSE SALE (0.1).
MATZ TJ	02/16/07	0.60	TELECONFERENCE WITH CHAMBERS RE: BRAKE HOSE BID PROCEDURE ORDER, EXHIBITS (0.1); REVIEW SUBMITTED MATERIALS (0.3); TELECONFERENCE WITH CHAMBERS TO CONFIRM SAME (0.2).
MATZ TJ	02/19/07	0.30	REVIEW AND COMMENT ON STIPULATION (0.3).
		1.90	
Total Counsel		1.90	
CARTER PG	02/08/07	0.70	REVIEW CHANGES TO TSA (0.7).
CARTER PG	02/18/07	7.30	REVIEW PROPOSED CHANGES TO MSPA, REVISE MSPA, DISCUSS WITH CLIENT, DISTRIBUTE (7.3).
CARTER PG	02/19/07	3.40	CONTINUE WORK ON MSPA; REVIEW CHANGES AND PROVIDE COMMENTS TO CLIENT; DISCUSS (3.4).
CARTER PG	02/20/07	3.60	REVIEW CHANGES TO LOCAL TRANSFER AGENT AGREEMENTS, DISCUSS; UPDATE CALLS WITH CLIENT; DISCUSS VARIOUS ISSUES WITH WORKING GROUP; REVIEW CLOSURES MSPA AND COMMENT (3.6).
CARTER PG	02/21/07	4.70	TELECONFERENCE NEGOTIATIONS (4.7).
CARTER PG	02/23/07	1.00	REVIEW CHANGES TO CLOSURES; DISCUSS STATUS OF RHODES TRANSACTION (1.0).
CARTER PG	02/28/07	3.00	REVIEW UMICORE DRAFT MSPA (3.0).
		23.70	

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FERN BM	02/01/07	4.80	REVIEW ARTICLES RE: STEERING DIVESTITURE (0.3); REVIEW ISSUES RE: PUBLICLY DISCLOSED INFORMATION ON STEERING DIVESTITURE (0.6); REVIEW AND REVISE PROJECT RHODES SALE MOTION (3.4); FORMULATE STRATEGY RE: PROJECT RHODES TIMELINE (0.5).
FERN BM	02/02/07	5.10	REVIEW MATERIALS AND RESEARCH RE: TERMINATION OF EMPLOYMENT AGREEMENTS (1.2); RESEARCH RE: PRIORITY OF TERMINATION CLAIMS (0.7); REVIEW DOCUMENTS RE: ASSUMED CONTRACT AND CURE CLAIM LISTS (0.3); REVISE PROJECT RHODES SALE AND BIDDING ORDER (2.9).
FERN BM	02/05/07	5.10	REVIEW KEY DATES RE: RHODES SALE (0.6); DRAFT TIMELINE OF KEY EVENTS RE: APPROVAL OF RHODES SALE (2.6); FORMULATE STRATEGY RE: SERVICE OF RHODES NOTICES (0.3); TELECONFERENCE WITH D. WEHRLE AND K. KUBY RE: ASSUMED CONTRACTS AND CURE ESTIMATES (0.5); EMAIL TO T. DONO RE: SAME (0.2); EMAILS TO/FROM S. MEDINA RE: RHODES CURE ESITMATES (0.3); REVIEW LIST OF CURE ESTIMATES (0.4); EMAIL TO K. KUBY RE: SAME (0.2).
FERN BM	02/06/07	4.40	RESEARCH RE: NOTICE PROCEDURES IN VARIOUS ASSET SALES (2.7); DRAFT SUMMARY RE: SAME (1.4); REVIEW AND COMMENT ON NO-SHOP LETTER RE: PROJECT PEGASUS (0.3).
FERN BM	02/07/07	5.20	REVIEW MATERIALS RE: ADDITIONAL DIVESTITURE (0.4); REVIEW DRAFT TERM SHEET RE: SAME (0.6); BEGIN ORGANIZING REQUIRED DOCUMENTS FOR OBTAINING APPROVAL OF ADDITIONAL DIVESTITURE (0.5); BEGIN DRAFTING SALE PLEADINGS RE: SAME (3.7).
FERN BM	02/08/07	0.40	REVIEW AND COMMENT ON TERMS OF NO-SHOP PROPOSAL RE: PROJECT PEGASUS (0.4).
FERN BM	02/12/07	0.80	REVIEW AND COMMENT ON OPEN ISSUES RE: PROJECT PEGASUS MSPA (0.8).
FERN BM	02/13/07	2.40	REVIEW AND REVISE RHODES PLEADINGS AND NOTICES (2.2); REVIEW USW'S OBJECTION TO BRAKE HOSE MOTION (0.2).
FERN BM	02/15/07	1.60	EMAILS TO/FROM D. WEHRLE RE: LIST OF ASSUMABLE CONTRACTS FOR OTHER DIVESTITURE (0.4); EMAIL TO M. FUKUDA RE: SAME (0.2); REVIEW REVISED DRAFT OF RHODES MSA (1.0).

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FERN BM	02/16/07	3.30	TELECONFERENCE WITH T. DONO RE: STATUS OF RHODES NEGOTIATIONS (0.3); FORMULATE STRATEGY RE: KEY ISSUES SEEKING APPROVAL OF VARIOUS DIVESTITURES (0.5); REVISE RHODES NOTICES (0.4); DRAFT ANALYSIS OF RHODES BREAK-UP FEE (1.0); FORMULATE STRATEGY RE: RHODES TERMINATION RIGHTS (0.7); TELECONFERENCE WITH M. FUKUDA RE: MSAS FOR VARIOUS DIVESTITURES (0.2); TELECONFERENCE WITH T. DONO RE: RHODES MSA (0.2).
FERN BM	02/17/07	0.70	REVIEW EMAILS RE: DRAFT MSA FOR DIVESTITURE (0.3); EVALUATE ISSUES RE: CHANGES TO RHODES MSA (0.4).
FERN BM	02/19/07	7.40	REVISE RHODES NOTICES (0.6); REVIEW AND COMMENT ON BLACKLINE MSA RE: OTHER DIVESTITURE (3.3); UPDATE RHODES SALE MOTION BASED ON CURRENT MSA (3.1); PROVIDE PROPOSED LANGUAGE TO RHODES MSA (0.4).
FERN BM	02/20/07	8.10	REVIEW ISSUES RE: BREAK-UP FEE UNDER RHODES MSA (0.6); ATTENTION TO ISSUES RE: PROVIDING COMMENTS TO MSA FOR OTHER DIVESTITURES (0.3); EMAILS TO/FROM T. DONO RE: TERMS IN RHODES MSA (0.4); ADDITIONAL UPDATES TO RHODES SALE MOTION (4.2); REVISE RHODES ORDERS (2.1); REVIEW LATEST DRAFT OF MSA TO OTHER DIVESTITURE (0.5).
FERN BM	02/21/07	3.40	REVIEW MOST RECENT MSA FOR OTHER DIVESTITURE (0.5); FORMULATE STRATEGY RE: VARIOUS OPEN ISSUES ON ALL DIVESTITURES (1.1); REVISE MSA FOR OTHER DIVESTITURE (1.6); TELECONFERENCE WITH M. FUKUDA RE: MSA (0.2).
FERN BM	02/22/07	0.50	REVIEW PRESS RELEASE RE: CLOSURES TERM SHEET WITH RENCO AND ATTENTION TO ISSUES RE: SAME (0.3); EMAIL TO/FROM D. WEHRLE RE: PROJECT PEGASUS (0.2).
FERN BM	02/23/07	1.80	TELECONFERENCE WITH M. FUKUDA RE: BREAK-UP FEES AND PARTICIPATION IN AUCTION (0.2); EMAIL TO M. FUKUDA AND A. VANDENBERGH RE: SAME (0.3); REVIEW AND COMMENT ON PROPOSED REVISIONS TO RHODES SALE ORDER (1.3).
FERN BM	02/26/07	1.40	REVISE RHODES SALE ORDER (1.4).
FERN BM	02/27/07	1.00	REVIEW TERMS OF PEGASUS MSA (1.0).
FERN BM	02/28/07	2.10	DRAFT PROPOSED CHAGNES TO PEGASUS MSA (1.1); ANALAYZE ISSUES RE: CURE CLAIMS AND ASUSMPTION NOTICES (0.4); ANALYZE ISSUES RE: PEGASUS MSA (0.6).

59.50

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GRANT K	02/01/07	2.50	REVIEW ASSET SALE AGREEMENT AND REVISED NOTICE OF SALE OF DE MINIMUS ASSETS FOR LAUREL, MS (2.1); TELECONFERENCE WITH A. VANDERBERGH RE: SAME (0.4).
GRANT K	02/02/07	2.00	ATTENTION TO FINALIZING AND SERVING NOTICE OF DE MINIMUS ASSET SALE FOR LAUREL, MS (1.7); TELECONFERENCES AND EMAIL WITH A. VANDERBERGH RE: SAME (0.3).
GRANT K	02/06/07	2.90	REVISE AND FINALIZE NOTICE OF DE MINIMUS ASSET SALE FOR LAUREL, MS (1.3); ATTENTION TO SERVICE OF SAME (0.7); TELECONFERENCE AND EMAIL WITH C. COMERFORD RE: SAME (0.2); TELECONFERENCES AND EMAIL WITH K. SIMON RE: LAUREL, MS SALE (0.4); TELECONFERENCE WITH A. VANDERBERGH RE: SAME (0.3).
GRANT K	02/08/07	0.50	TELECONFERENCE WITH S. MALLOY RE: LAUREL, MS TRANSACTION (0.3); EMAIL WITH K. SIMON RE: SAME (0.2).
GRANT K	02/14/07	0.20	EMAIL WITH C. COMERFORD RE: ASSET SALE AT LAUREL, MS. (0.2).
GRANT K	02/19/07	3.50	CONTINUE REVIEW OF DOCUMENTS RE: BRAKE HOSE SALE (2.4); ATTENTION TO SERVICE OF NOTICES RE: SAME (1.1).
GRANT K	02/20/07	2.50	LITIGATION HISTORY RESEARCH WITH RESPECT TO BRAKE HOSE SALE (0.4); ATTENTION TO SERVICE OF NOTICE PACKAGE (1.2); REVIEW LIST OF CURE AMOUNTS IN PREPARATION FOR FRIDAY'S FILING (0.9).
GRANT K	02/21/07	2.20	CONTINUE REVIEW OF EXECUTORY CONTRACT SCHEDULES FOR BRAKE HOSE TRANSACTION FOR CURE NOTICE FILING (1.6); REVIEW OBJECTION FILED BY MARICOPA COUNTY (0.4); TELECONFERENCE WITH B. CALDWELL RE: SAME (0.2).
GRANT K	02/22/07	1.90	TELECONFERENCE WITH D. CUNRUE (0.2), J. RUHM (0.2) AND E. WEBER (0.2) RE: BRAKE HOSE SALE; CONTINUE TO WORK ON SERVICE AND FILING OF CURE NOTICES AND ASSUMPTION/ASSIGNMENT NOTICES (1.3).
GRANT K	02/23/07	1.90	EMAIL WITH J. WEISS RE: BIDDERS FOR BRAKE HOSE SALE (0.3); EMAIL WITH D. WEHRLE AND E. GERSHBEIN RE: CURE NOTICES (0.2); ATTENTION TO FILING AND SERVING CURE NOTICES AND ASSIGNMENT NOTICES (1.4).
GRANT K	02/27/07	0.20	TELECONFERENCE WITH F. GORMAN RE: BRAKE HOSE TRANSACTION (0.2).
GRANT K	02/28/07	3.20	REVIEW LISTS OF ADDITIONAL CONTRACTS TO BE ASSUMED FOR BRAKE HOSE TRANSACTION (1.4); DRAFT NOTICES FOR SAME (1.8).

23.50

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HARDIN AS	02/08/07	2.80	REVIEW PLEADINGS RELATED TO BRAKE HOSE SALE AND RESERCH RELATED ISSUE (2.1); REVIEW AND REVISE SCRIPTS FOR OMNIBUS HEARING (0.7).
		2.80	
MEISLER RE	02/01/07	1.00	PREPARE FOR SALE OF BRAKE HOSE ASSETS (0.5); REVIEW DOCUMENTS RE: SALE OF STEERING ASSETS (0.5).
MEISLER RE	02/08/07	0.30	REVIEW STATUS OF PROJECT RHODES (0.2); REVIEW STATUS OF BRAKE HOSE DIVESTITURE (0.1).
MEISLER RE	02/09/07	0.40	REVIEW AND COMMENT ON BRAKE HOSE SCRIPT (0.4).
MEISLER RE	02/12/07	0.30	CONTINUE REVIEW OF BRAKE HOSE SCRIPT (0.2); REVIEW REDLINED BID PROCEDURES (0.1).
MEISLER RE	02/14/07	0.30	DRAFT CORRESPONDENCE RE: DIVESTITURES (0.3).
MEISLER RE	02/15/07	0.90	REVIEW BREAK UP FEE PROVISION (0.9).
MEISLER RE	02/16/07	1.90	CONTINUE REVIEW AND ANALYSIS OF BREAK UP PROVISION (1.2); TELECONFERENCE WITH M. FUKUDA, J. LYONS, AND B. FERN RE: SAME (0.2); EVALUATE HSR FILING ISSUES (0.2); REVIEW BRAKE HOSE BID PROCEDURES ORDER (0.3).
MEISLER RE	02/18/07	0.30	CONTINUE TO REVIEW OF BID PROCEDURES RE: BRAKE HOSE (0.3).
MEISLER RE	02/20/07	1.00	REVIEW DISCRETE ISSUES RE: PROJECT RHODES' BID PROCEDURES (0.6); FINALIZE DOCUMENTS RE: SAME (0.4).
MEISLER RE	02/21/07	0.30	ATTENTION TO PROJECT RHODES (0.3).
MEISLER RE	02/28/07	0.60	DRAFT CORRESPONDENCE TO M. FUKUDA RE: BID PROCEDURES AND ASSUMPTION OR REJECTION OF EXECUTORY CONTRACTS (0.3); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.1); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.2).
		7.30	
PILKINGTON C	02/20/07	1.80	REVIEW DELPHI DEUTSCHLAND TRANSACTION AND REIVEW UCC PRESENTATIONS AND DE MINIMUS ASSET SALE ORDER (1.8).
		1.80	
PLATT SJ	02/08/07	3.60	DRAFT SCRIPT FOR HEARING ON BRAKE HOSE SALE MOTION (3.6).
PLATT SJ	02/09/07	0.80	REVISE SCRIPT RE: BRAKE HOSE SALE (0.8).
		4.40	
STUART NL	02/22/07	0.90	FOLLOW-UP WITH M. HESTER RE: DUE DILIGENCE (0.9).

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STUART NL	02/23/07	2.10	CONDUCT DUE DILIGENCE FOR DOCUMENTS TO BE PRODUCED TO PLAN INVESTORS (2.1).
		3.00	
WHARTON JN	02/01/07	0.30	RESPOND TO INQUIRY FROM J. WEISS, LATHAM & WATKINS, RE: PURCHASE AGREEMENT WITH HARCO FOR BRAKE HOSE BUSINESS (0.3).
WHARTON JN	02/02/07	0.50	FORMULATE STRATEGY RE: BRAKE HOSE SALE AUCTION (0.3); DRAFT CORRESPONDENCE TO M. KESSLER, W. GOTSHAL, RE: REQUEST FOR ANCILLARY AGREEMENTS TO BRAKE HOSE SALE (0.2).
WHARTON JN	02/04/07	0.90	FORMULATE STRATEGY RE: CURE NOTICE FOR BRAKE HOSE SALE (0.6) AND RESPONSE TO INQUIRY FROM CREDITORS' COMMITTEE RE: PURCHASE AGREEMENT (0.3).
WHARTON JN	02/05/07	0.70	TELECONFERENCE RE: CURE ISSUES FOR BRAKE HOSE SALE AND OTHER DIVESTITURES, WITH K. KUBY AND D. WEHRLE OF FTI AND G. SHAH OF DELPHI (0.4); RESPOND TO INQUIRY FROM S. DANIELS RE: BIDDING PROCEDURES FOR BRAKE HOSE SALE (0.3).
WHARTON JN	02/08/07	1.90	REVIEW USW OBJECTION TO BRAKE HOSE BIDDING PROCEDURES (0.4) AND FORMULATE STRATEGY IN RESPONSE (0.6); TELECONFERENCE WITH M. FUKUDA AND B. SAX OF DELPHI RE: SAME (0.3); TELECONFERENCE WITH M. STRAUSS OF JEFFERIES RE: BRAKE HOSE SALE AGREEMENT (0.1); PREPARE FOR FEB. 15 HEARING RE: BRAKE HOSE BIDDING PROCEDURES (0.5).
WHARTON JN	02/09/07	1.20	REVIEW OBJECTION OF USW TO BRAKE HOSE BIDDING PROCEDURES (0.3); TELECONFERENCES WITH B. SAX OF DELPHI AND L. PETERSON, COUNSEL TO USW RE: SAME (0.2); PREPARE FOR FEB. 15 OMNIBUS HEARING RE: BRAKE HOSE BIDDING PROCEDURES (0.4); TELECONFERENCE WITH S. DANIELS OF DELPHI RE: BRAKE HOSE SALE (0.1); FORMULATE STRATEGY RE: POTENTIAL BIDDER FOR BRAKE HOSE BUSINESS (0.2).
WHARTON JN	02/11/07	0.40	REVISE BRAKE HOSE BIDDING PROCEDURES RE: USW OBJECTION TO BRAKE HOSE SALE (0.4).
WHARTON JN	02/12/07	0.50	CONTINUE TO REVISE BRAKE HOSE BIDDING PROCEDURES RE: USW OBJECTION TO BRAKE HOSE SALE (0.5).
WHARTON JN	02/13/07	0.80	TELECONFERENCE WITH M. FUKUDA OF DELPHI RE: REVISION OF BIDDING PROCEDURES TO RESOLVE USW OBJECTION (0.1); REVISE AND DISTRIBUTE REVISED BIDDING PROCEDURES (0.7).

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WHARTON JN	02/15/07	0.90	ATTEND FEB. 15 OMNIBUS HEARING RE: BRAKE HOSE BIDDING PROCEDURES (0.3); REVISE BRAKE HOSE BIDDING PROCEDURES ORDER AND PREPARE FOR TRANSMITTAL TO COURT (0.6) .
WHARTON JN	02/16/07	0.40	FINISH REVISING AND TRANSMIT BRAKE HOSE BIDDING PROCEDURES ORDER TO CHAMBERS (0.4) .
WHARTON JN	02/18/07	0.70	FORMULATE STRATEGY RE: CURE PROCESS AND NOTICES TO BE SENT OUT RE: BRAKE HOSE SALE (0.7) .
WHARTON JN	02/19/07	0.30	FORMULATE STRATEGY RE: CURE SCHEDULE AND NOTICES OF ASSUMPTION AND ASSIGNMENT (0.3) .
WHARTON JN	02/20/07	0.60	TELECONFERENCE WITH M. FUKUDA (0.2) AND S. DANIELS (0.1) OF DELPHI RE: BRAKE HOSE SALE; FORMULATE STRATEGY RE: SERVICE OF BIDDING PACKAGE RE: BRAKE HOSE SALE (0.3) .
WHARTON JN	02/21/07	0.60	FORMULATE STRATEGY RE: SERVICE OF CARE SCHEDULES AND NOTICES FOR BRAKE HOSE SALE (0.6) .
WHARTON JN	02/22/07	0.20	FORMULATE STRATEGY RE: BRAKE HOSE SALE ISSUES (0.2) .

10.90

Total Associate

136.90

CHAVALI A	02/16/07	2.30	ASSIST WITH DATA ROOM SET UP (1.3); PREPARE DOCUMENT INDEX FOR DATA ROOM (1.0) .
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~~2.30~~

DEMMA J	02/20/07	0.40	RESEARCH MOTION OF ASSET SALE RE: MECHATRONICS (0.4) .
DEMMA J	02/23/07	0.60	PREPARE/FILE BRAKE HOSE SALE NOTICE (0.6) .

1.00

NOWICKI JA	02/08/07	1.60	RESEARCH AND PULL CASES FOR CASE CITATION CHART (1.6) .
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~~1.60~~

ROSEN R	02/01/07	0.40	PREPARE, FORWARD SPECIAL PARTIES SERVICE LIST INFORMATION RE: UPCOMING NOTICE OF DE MINIMIS ASSET SALE RE: LAUREL, MS SERVICE TO E. GERSHBEIN, KCC (0.3); REVIEW DE MINIMIS ASSET SALE PROCEDURES ORDER WITHTEAM ATTORNEY, E. GERSHBEIN RE: SAME (0.1) .
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	02/02/07	0.90	PREPARE, FORWARD NOTICE OF DE MINIMIS ASSET SALE RE: LAUREL, MS TO E. GERSHBEIN, KCC (0.6); REVIEW, FORWARD SPECIAL PARTIES SERVICE INFORMATION RE: SAME (0.2); REVIEW SERVICE COMPLETION STATUS WITH E. GERSHBEIN RE: SAME (0.1).
ROSEN R	02/06/07	1.40	ASSIST TEAM ATTORNEY WITH DOCUMENT, SERVICE PREPARATION RE: LAUREL MS DE MINIMIS ASSET SALE NOTICE AND SALE LEASE (0.8); REVIEW SPECIAL PARTIES LIST, COORDINATE SERVICE RE: SAME WITH E. GERSHBEIN, KCC (0.6).
ROSEN R	02/16/07	3.10	REVIEW CASE DOCKET RE: ENTRY OF BRAKE HOSE BIDDING PROCEDURES ORDER (0.7); REVIEW SERVICE OF SAME, UPCOMING FUTURE SERVICES WITH E. GERSHBEIN, KCC (0.5); COMPARE, HAND BLACKLINE ENTERED BRAKE HOSE BIDDING PROCEDURES ORDER AND FORWARD TO REQUESTING TEAM ATTORNEYS (1.9).
ROSEN R	02/19/07	3.80	REVIEW BRAKE HOSE BIDDING PROCEDURES ORDER RE: DATES, INFORMATION FOR TASK LIST, 3/22 HEARING MOTIONS/OBJECTIONS SUMMARY CHART AND UPDATE SAME (1.6); REVIEW, COMPILE MOTION, AGREEMENT, PROPOSED SALE ORDER AND BIDDING PROCEDURES ORDER RE: 2/20 SERVICE (0.8); REVIEW SERVICE PREPARATIONS RE: SAME WITH E. GERSHBEIN, KCC (0.5); REVIEW CURE NOTICE, PURCHASERS' ASSUMPTION/ASSIGNMENT NOTICE AND WORK WITH TEAM ATTORNEY TO PREPARE FOR UPCOMING SERVICE (0.9).
ROSEN R	02/20/07	3.40	PREPARE, FORWARD AND COORDINATE SERVICE OF BRAKE HOSE MOTION, AGREEMENT, PROPOSED SALE ORDER AND BIDDING PROCEDURES ORDER WITH E. GERSHBEIN, KCC (0.7); UPDATE TASK LIST (0.6) AND 3/22 MOTIONS/OBJECTIONS SUMMARY CHART (0.6) RE: KEY BRAKE HOSE SALE DATES, FILINGS AND RELATED MATTERS; WORK WITH TEAM ATTORNEY RE: PREPARATIONS FOR UPCOMING FILINGS AND SERVICE OF CURE NOTICES (0.8) AND PURCHASERS' ASSUMPTION/ASSIGNMENT NOTICES (0.7).
ROSEN R	02/21/07	1.60	ASSIST TEAM ATTORNEY WITH PREPARATIONS FOR BRAKE HOSE CURE NOTICE AND PURCHASERS' ASSUMPTION/ASSIGNMENT NOTICE FILINGS AND SERVICE (0.9); REVIEW SERVICE PREPARATION RE: SAME WITH E. GERSHBEIN, KCC (0.4); REVIEW, RESEARCH AND FORWARD MARICOPA COUNTY RESPONSE TO TEAM ATTORNEYS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	02/22/07	2.20	ASSIST TEAM ATTORNEY RE: REVIEWING CURE AMOUNT CHARTS, EXHIBITS, CURE NOTICE AND PURCHASERS' ASSUMPTION AND ASSIGNMENT NOTICE IN PREPARATION FOR 2/23 FILING AND SERVICE (1.9); REVIEW SERVICE PREPARATIONS STATUS WITH E. GERSHBEIN, KCC RE: SAME (0.3).
ROSEN R	02/23/07	1.90	WORK WITH TEAM ATTORNEY RE: PREPARING BRAKE HOSE CURE NOTICES, EXHIBITS AND PURCHASERS ASSUMPTION AND ASSIGNMENT NOTICES, EXHIBITS FOR FILING (1.4); COORDINATE SERVICE AND REVIEW COMPLETION STATUS OF SAME WITH E. GERSHBEIN, KCC (0.5).
ROSEN R	02/28/07	0.90	WORK WITH TEAM ATTORNEY, E. GERSHBEIN, KCC RE: PREPARING ADDITIONAL CURE NOTICES AND ADDITIONAL PURCHASERS' ASSUMPTION/ASSIGNMENT NOTICES FOR UPCOMING FILING AND SERVICE (0.9).
		19.60	
Total Legal Assistant		24.50	
TOTAL TIME		<u>210.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 03/31/07
Bill Number: 1156471

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/02/07	Copy Center, D	5.62
In-house Reproduction	02/13/07	Copy Center, D	0.20
In-house Reproduction	02/20/07	Copy Center, D	48.60
In-house Reproduction	02/20/07	Copy Center, D	29.33
In-house Reproduction	02/27/07	Copy Center, D	36.25
TOTAL IN-HOUSE REPRODUCTION			\$120.00
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	2.81
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	7.55
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	0.28
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	0.36
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	4.00
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$15.00
Westlaw	02/16/07	Nelson VP	55.00
TOTAL WESTLAW			\$55.00
Vendor Hosted Teleconferencing	02/15/07	Teleconferencing Services, LLC	0.17
Vendor Hosted Teleconferencing	02/15/07	Teleconferencing Services, LLC	1.83
TOTAL VENDOR HOSTED TELECONFERENCING			\$2.00
Air/Rail Travel (external)	01/27/07	Carter PG	182.00
TOTAL AIR/RAIL TRAVEL (EXTERNAL)			\$182.00
Out-of-Town Travel	01/24/07	Carter PG	149.25
Out-of-Town Travel	01/24/07	Carter PG	166.75
TOTAL OUT-OF-TOWN TRAVEL			\$316.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Messengers/ Courier	02/13/07	Dist Serv/Mail/Page, D	6.57
Messengers/ Courier	02/27/07	Dist Serv/Mail/Page, D	16.43
TOTAL MESSENGERS/ COURIER			\$23.00
TOTAL MATTER			\$713.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 04/30/07
Bill Number: 1156504

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/16/07	0.30	BEGIN TO PREPARE FOR MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: BRAKE HOSE SALE HEARING (0.3).
BUTLER, JR. J	03/21/07	0.30	CONTINUE TO PREPARE FOR MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: BRAKE HOSE SALE HEARING (0.2); EMAIL FROM L. PETERSON RE: USW POSITION AND RELATED MATTERS (0.1).
BUTLER, JR. J	03/22/07	0.40	PREPARE FOR (0.2) AND ATTEND (0.2) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: BRAKE HOSE SALE HEARING.
BUTLER, JR. J	03/28/07	0.30	REVIEW CATALYST SALE TIMETABLE AND NEXT STEPS (0.3).
		1.30	
GIBSON ML	03/05/07	0.10	CORRESPONDENCE RE: BREAK UP FEE ISSUES (0.1).
GIBSON ML	03/16/07	1.10	REVIEW REVISED PEGASUS AGREEMENT; CORRESPONDENCE RE: STEERING TRANSACTION (1.1).
GIBSON ML	03/18/07	0.40	REVIEW AND COMMENT ON COMMENTS TO PEGASUS AGREEMENT (0.4).
GIBSON ML	03/21/07	0.90	REVIEW AND COMMENT ON REVISED AGREEMENT (0.9).
GIBSON ML	03/22/07	0.40	MEETING WITH ASSOCIATE RE: COMMENTS ON PURCHASE AGREEMENT (0.4).
GIBSON ML	03/30/07	0.20	MULTIPLE CORRESPONDENCE/SUPERVISION RE: REVIEW OF PURCHASE AGREEMENT (0.2).
		3.10	
LYONS JK	03/02/07	5.30	REVIEW OF SUPPLEMENTAL NOTICES RE: BRAKE HOSE SALE AND REVIEW OF ORDER (1.1), PREPARATION FOR AND CONFERENCE WITH COUNSEL FOR BUYER RE: OUTSTANDING ISSUES IN PROJECT RHODES AND FOLLOW UP (3.1), AND OTHER DIVESTITURE FOLLOW UP INCLUDING PEGASUS (1.1).
LYONS JK	03/06/07	0.80	RESPONSE TO COMMITTEE COMMENT RE: BRAKE HOSE SALE ORDER (0.8).
LYONS JK	03/07/07	2.50	ADDITIONAL ATTENTION TO BRAKE HOSE COMMITTEE QUESTION (0.3) AND REVIEW OF MARK UP OF STEERING MSA (2.2).
LYONS JK	03/09/07	1.10	DUE DILIGENCE AND DIVESTITURE TELECONFERENCES (1.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	03/12/07	1.10	REVIEW OF PROJECT RHODES ORDERS AND FOLLOW UP WITH COUNSEL (1.1).
LYONS JK	03/14/07	1.30	PROJECT POLO FOLLOW UP AND OTHER DIVESTITURE MATTERS (1.3).
LYONS JK	03/15/07	2.40	TELECONFERENCES AND REVIEW OF CONTRACT LANGUAGE AND STRATEGIES RE: RHODES AND PEGASUS (2.4).
LYONS JK	03/16/07	3.10	REVIEW AND CHANGES TO PEGASUS MSA AND CONFERENCE CALLS RE: THE FOREGOING (3.1).
LYONS JK	03/17/07	1.10	TELECONFERENCE TO DISCUSS PEGASUS MARK UP (1.1).
LYONS JK	03/19/07	3.80	REVIEW OF VARIOUS PEGASUS ISSUES AND ORDERS AND MARK UP OF THE SAME AND FOLLOW UP ISSUES ON RHODES (3.8).
LYONS JK	03/20/07	1.10	REVIEW AND COMMENTS TO BRAKE HOSE SCRIPT AND PROFFER (1.1).
LYONS JK	03/23/07	3.10	REVIEW OF OUTSTANDING RHODES AND PEGASUS ITEMS, ASSIGNED TASKS, AND STRATEGIES (3.1).
LYONS JK	03/28/07	0.60	FOLLOW UP AND RESPONSE RE: PEGASUS AND OTHER DIVESTITURE ISSUES (0.6).
		27.30	
Total Partner		31.70	
MATZ TJ	03/09/07	0.60	TELECONFERENCE FROM J. MILLER RE: BRAKE HOSE SALE (0.3); REVIEW MATTER (0.2); TELECONFERENCE TO J. MILLER RE: SAME (0.1).
MATZ TJ	03/12/07	1.10	INQUIRY FROM C. MCINTYRE RE: BRAKE HOSE SALE ASSETS (0.3); CORRESPONDENCE FROM C. MCINTYRE RE: SAME (0.1); TELECONFERENCE WITH J. MILLER RE: BRAKE HOSE SALE (0.2); EMAIL TO K. GRANT RE: SAME (0.1); FURTHER TELECONFERENCE WITH J. MILLER RE: SAME (0.2); REVIEW PRIMA COUNTY OBJECTION RE: BRAKE HOSE SALE (0.2).
MATZ TJ	03/13/07	0.20	REVIEW CORRESPONDENCE FROM C. MCINTYRE RE: BRAKE HOSE SALE INQUIRY (0.2).
		1.90	
Total Counsel		1.90	
CARTER PG	03/01/07	6.60	REVIEW AND REVISE DRAFT MSPA FOR CATALYSTS SALE (6.6).
CARTER PG	03/07/07	1.40	DISCUSS TAILS, REVISE AND PROVIDE ENVIRONMENTAL MATRIX (1.4).
CARTER PG	03/08/07	2.20	DISCUSSION RE: ENVIRONMENTAL LIABILITIES AND ISSUES (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

CARTER PG	03/20/07	2.50	REVIEW ADDITIONAL DISTRIBUTION ITEMS FROM STEERING TRANSACTION; REVIEW REVISED MSPA RE: CATALYSTS (2.5).
		12.70	
FERN BM	03/01/07	1.40	REVIEW ISSUES RE: PEGASUS MSA (0.8); ADDITIONAL COMMENTS TO PEGASUS MSA (0.6).
FERN BM	03/02/07	0.70	TELECONFERENCE WITH M. DENSMORE RE: RETENTION OF PROFESSIONALS FOR DIVESTITURES AND FOLLOW-UP RE: SAME (0.3); REVIEW MEMO RE: EXECUTORY CONTRACTS WITH FOREIGN COUNTERPARTIES (0.4).
FERN BM	03/05/07	0.40	REVIEW ISSUES RE: MSA FOR OTHER DIVESTITURE (0.4).
FERN BM	03/06/07	3.40	REVIEW AND COMMENT ON SCHEDULE TO OTHER MSA (0.4); REVIEW PROPOSED LANGUAGE RE: PEGASUS MSA (0.5); ATTENTION TO ISSUES RE: PEGASUS TERMINATION RIGHTS AND BREAK-UP FEE (0.6); REVIEW AND COMMENTED ON VARIOUS PROVISIONS OF PEGASUS MSA (1.2); REVIEW MATERIALS RE: REPRESENTATION OF PENDING LITIGATION (0.7).
FERN BM	03/07/07	1.80	REVIEW TREATMENT OF ENVIRONMENTAL LIABILITIES AND DIVESTITURES (0.3); REVIEW AND COMMENT ON PROPOSED CHANGES TO RHODES MSA (1.1); FORMULATE STRATEGY RE: PROJECT PEGASUS (0.4).
FERN BM	03/08/07	0.30	REVIEW AND COMMENT ON TERMS OF RHODES MSA (0.3).
FERN BM	03/12/07	0.40	EVALUATE ISSUES RE: PROPOSED REVISIONS TO RHODES ORDERS (0.4).
FERN BM	03/13/07	0.90	EMAILS TO/FROM T. DONO AND S. DANIELS RE: TERMS OF STEERING AGREEMENT (0.3); REVIEW AND COMMENT ON PROPOSED ORDERS RE: STEERING (0.6).
FERN BM	03/14/07	2.70	PREPARE FOR (0.5) AND PARTICIPATE IN CONFERENCE CALL WITH T. DONO AND S. DANIELS RE: STEERING (0.5); REVIEW AND COMMENT ON MOST RECENT STEERING MSA (1.7).
FERN BM	03/15/07	5.60	REVIEW AND COMMENT ON RHODES MSA (1.4); DRAFT RIDER TO RHODES MSA (0.5); PREPARE FOR (0.3) AND PARTICIPATE IN CONFERENCE CALL WITH T. DONO AND S. DANIELS RE: RHODES MSA (1.0); TELECONFERENCE WITH T. DONO RE: TERMS OF MSA (0.2); FORMULATE STRATEGY RE: PEGASUS PLEADINGS (0.4); REVIEW LATEST DRAFT OF PEGASUS MSA (1.4); REVIEW DELPHI'S MARKUP TO RHODES MSA (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/16/07	5.20	DRAFT PROPOSED LANGUAGE TO PEGASUS MSA (2.8); FORMULATE STRATEGY RE: APPROVAL FOR PEGASUS (0.4); REVIEW MATERIALS RE: PEGASUS DIVESTITURES (0.5); ADDITIONAL CHANGES TO PEGASUS MSA (1.3); EMAIL TO M. FUKUDA RE: PEGASUS (0.2).
FERN BM	03/17/07	2.00	EMAILS TO/FROM M. FUKUDA RE: OPEN ISSUES IN PEGASUS MSA (0.3); PREPARE FOR (0.3) AND PARTICIPATE IN CONFERENCE CALL WITH M. FUKUDA, S. DERAEDT AND P. ROTH RE: SAME (1.4).
FERN BM	03/18/07	1.20	REVIEW AND COMMENT ON PEGASUS PLEADINGS (1.2).
FERN BM	03/19/07	4.80	REVIEW ISSUES RE: STATUS OF PEGASUS PLEADINGS (0.8); PREPARE FOR (0.5) AND PARTICIPATE IN TELECONFERENCE WITH M. FUKUDA, M. GRILLO, AND J. KLATZKIN RE: PEGASUS (1.6); REVIEW AND COMMENT ON PEGASUS DRAFT ORDERS (0.5); TELECONFERENCE WITH M. FUKUDA RE: PEN ISSUES IN PEGASUS (0.2); SUMMARIZE COMMENTS RE: SAME (0.2); REVISE PEGASUS ORDERS (0.8); EMAIL TO M. GRILLO RE: SAME (0.2).
FERN BM	03/20/07	0.30	REVIEW ISSUES RE: PEGASUS MOTION (0.3).
FERN BM	03/21/07	2.60	DRAFT PROPOSED LANGUAGE TO PEGASUS MSA (0.4); PREPARE FOR (0.7) AND PARTICIPATE IN CONFERENCE CALL WITH S. DANIELS, T. DONO, D. KRASNER AND R. ITKIN RE: RHODES MSA (0.8); POST-CALL BRIEFING WITH T. DONO (0.3); DRAFT SUMMARY OF CALL FOR FILE (0.4).
FERN BM	03/22/07	5.50	REVIEW AND REVISE RHODES BIDDING PROCEDURES ORDER (2.9); REVIEW ASEC FILING RE: KNOWN CREDITORS (0.3); REVIEW AND REVISED RHODES SALE ORDER (1.8); REVIEW RHODES CIM (0.5).
FERN BM	03/23/07	8.10	REVISE SALE ORDER FOR RHODES (3.6); FORMULATE STRATEGY RE: PEGASUS (0.5); BEGAN REVISING RHODES SALE MOTION (1.8); COMPLETE REVISIONS TO RHODES SALE MOTION (2.2).
FERN BM	03/24/07	1.90	EMAILS TO/FROM M. FUKUDA RE: OPEN ISSUES IN PEGASUS MSA (0.4); REVIEW AND ANALYZE OPEN ISSUES IN PEGASUS MSA (1.5).
FERN BM	03/25/07	2.20	FOLLOW- UP ON ISSUES IN PEGASUS MSA (0.9); REVIEW PRESENTATION RE: SAME (0.3); FORMULATE STRATEGY RE: OPEN PEGASUS ISSUES (0.7); EMAILS TO/FROM M. FUKUDA RE: OPEN ISSUES IN PEGASUS MSA (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/26/07	6.10	EMAILS TO/FROM M. FUKUDA RE: SCOPE OF BIDDING PROCEDURES ORDER (0.3); TELECONFERENCE WITH M. FUKUDA RE: OPEN ISSUES WITH PEGASUS MSA (0.6); FORMULATE STRATEGY RE: PEGASUS MSA (0.9); EMAIL TO M. FUKUDA RE: TERMS OF PEGASUS MSA (0.3); TELECONFERENCE WITH M. GRILLO AND M. FUKUDA RE: PEGASUS MSA (1.0); FORMULATE STRATEGY RE: PEGASUS (0.4); DRAFT PEGASUS ISSUES CHART (0.6); ATTENTION TO ISSUES RE: PEGASUS MSA (1.1); ADDITIONAL REVIEW OF PEGASUS MSA (0.6); EMAILS TO/FROM M. FUKUDA RE: TRANSFER TAXES (0.3).
FERN BM	03/27/07	5.80	TELECONFERENCE WITH UMICORE AND PROFESSIONALS RE: OPEN UMICORE ISSUES (1.1); TELECONFERENCE WITH M. GRILLO RE: PEGASUS (0.7); FORMULATE STRATEGY RE: PEGASUS MSA (2.4); REVIEW AND COMMENT ON PEGASUS MSA (1.1); DRAFT RIDER TO PEGASUS SALE MOTION (0.2); ATTENTION TO ISSUES RE: TRANSFER TAXES (0.3).
FERN BM	03/28/07	2.30	ATTENTION TO OPEN ISSUES RE: PEGASUS MSA (0.6); RESEARCH RE: MODIFICATION OF PENSIONS UNDER MSA (0.3); REVIEW AND ANALYZE PEGASUS INDEMNIFICATION PROVISION (0.4); ATTENTION TO ISSUES RE: CSFB COMPENSATION (0.2); FORMULATE STRATEGY RE: PEGASUS PLEADINGS (0.8).
FERN BM	03/29/07	1.30	FORMULATE STRATEGY RE: PEGASUS (0.4); ATTENTION TO ISSUES RE: PEGASUS BIDDING PROCEDURES (0.5); FORMULATE STRATEGY RE: PEGASUS NOTICE PROCEDURES (0.4).
FERN BM	03/30/07	0.30	REVIEW EMAILS RE: CURE ESTIMATES FOR VARIOUS DIVESTITURES (0.3).
		67.20	
GRANT K	03/02/07	2.20	FINALIZE ADDITIONAL ASSUMPTION/ASSIGNMENT AND CURE NOTICES (1.9); EMAIL AND TELECONFERENCE WITH F. GORMAN RE: SAME (0.3).
GRANT K	03/05/07	4.90	TELECONFERENCE WITH G. CAPUA RE: SCHEDULES TO PURCHASE AGREEMENT FOR BRAKE HOSE SALE (0.3); EMAIL WITH G. PRUCEY (0.2) AND M. FUKUDA (0.2) RE: SAME; REVIEW AND FINALIZE SCHEDULES TO ASSET PURCHASE AGREEMENT RE: SAME (3.8); EMAIL WITH J. WEISS RE: SAME (0.2); TELECONFERENCE WITH B. CALDWELL RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GRANT K	03/06/07	3.70	CONTINUE TO REVIEW OF CORRESPONDENCE AND PROPOSALS RE: COMERICA DISPUTE (1.7); TELECONFERENCE WITH M. FAKUDA RE: UCC QUESTIONS IN CONNECTION WITH BRAKE HOSE SALE (0.3); EMAIL TO DELPHI TEAM RE: OBJECTION DEADLINE FOR CURE NOTICES (0.3); REVIEW DRAFT AFFIDAVIT OF SERVICE RE: NOTICE OF ASSUMPTION/ASSIGNMENT OF ADDITIONAL CONTRACTS (0.4); TELECONFERENCES AND EMAIL WITH J. WEISS RE: BRAKE HOSE SALE (1.0).
GRANT K	03/07/07	2.30	BEGAN REVIEW OF DEAL DOCUMENTS RE: PROJECT PEGASUS DIVESTITURE (1.8); WORK ON PLEADINGS RE: SAME (0.5).
GRANT K	03/08/07	4.40	CONTINUE TO REVIEW OF TRANSACTION DOCUMENTS RE: PROJECT PEGASUS (3.9); WORK ON PLEADINGS RE: SAME (0.5).
GRANT K	03/09/07	2.20	CONTINUE TO REVIEW OF TRANSACTION DOCUMENTS FOR PROJECT PEGASUS FOR MOTION RE: SAME (2.2).
GRANT K	03/12/07	7.30	CONTINUE TO WORK ON PROJECT PEGASUS INCLUDING REVIEW OF APA (1.3); WORK ON DRAFTING MOTION RE: SAME (2.8); TELECONFERENCE WITH J. MILLER RE: BRAKE HOSE SALE (0.4); TELECONFERENCE WITH M. FUKUDA AND M. JOLPP RE: SAME (0.3); REVIEW SCHEDULES TO APA RE: CREDITOR INQUIRIES RE: SAME (1.8); TELECONFERENCE WITH J. WEISS RE: SAME (0.2); REVIEW OBJECTION FILED BY PIMA COUNTY RE: SAME (0.5).
GRANT K	03/13/07	2.60	EMAIL TO DELPHI TEAM RE: STATUS OF BRAKE HOSE SALE (0.2); EMAILS WITH C. MCINTIRE RE: CREDITOR INQUIRY (0.3); REVIEW OF SCHEDULES (1.1); EMAILS WITH DELPHI TEAM RE: SAME (0.4); TELECONFERENCE WITH PIMA COUNTY RE: BRAKE HOSE OBJECTION (0.3); EMAIL WITH DELPHI TEAM RE: SAME (0.3).
GRANT K	03/14/07	4.60	REVIEW BRAKE HOSE APA FOR TERMINATION/ADJOURNMENT ISSUES (2.4); DRAFT LETTER TO ATTORNEY FOR PIMA COUNTY RE: OBJECTION TO BRAKE HOSE SALE (0.5); EMAIL TO CLIENTS RE: SAME (0.2); CONTINUE WORK ON PROJECT PEGASUS MOTION AND REVIEW OF APA RE: SAME (1.5).
GRANT K	03/15/07	5.20	WORK ON HEARING PREPARATION MATERIALS FOR BRAKE HOSE SALE (3.9); REVIEW REVISE MSA FOR PROJECT PEGASUS TRANSACTION (1.3).
GRANT K	03/16/07	5.40	CONTINUE TO REVIEW OF MSPA FOR PROJECT PEGASUS (4.2); WORK ON HEARING PREPARATION FOR BRAKE HOSE SALE (1.2).
GRANT K	03/18/07	5.40	DRAFT MOTION FOR APPROVAL OF PROJECT PEGASUS TRANSACTION (5.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GRANT K	03/19/07	4.40	REVISE DRAFT ORDERS AND MOTION FOR PROJECT PEGASUS TRANSACTION (2.4); ALSO REVISE PROPOSED ORDER FOR BRAKE HOSE SALE (0.6) AND DRAFT SCHEDULE 1 TO SAME (1.4).
GRANT K	03/20/07	4.40	CONTINUE WORK ON HEARING PREPARATION FOR BRAKE HOSE SALE (3.9) AND REVISE PROPOSED ORDER FOR SAME (0.5).
GRANT K	03/21/07	4.80	CONTINUE HEARING PREPARATION FOR BRAKE HOSE SALE (3.4) AND REVISED PROPOSED ORDER FOR SAME (1.2); TELECONFERENCE WITH R. PRETEKIN RE: SAME (0.2).
GRANT K	03/22/07	2.00	TRAVEL TO AND ATTEND OMNIBUS HEARING FOR BRAKE HOSE MOTION (1.5); FINALIZE ORDER RE: SAME (0.5).
GRANT K	03/23/07	0.90	BEGAN REVIEW OF CURRENT DRAFT OF MSPA FOR PROJECT PEGASUS (0.9).
GRANT K	03/26/07	8.20	TELECONFERENCE AND EMAIL WITH G. PRUCEY RE: BRAKE HOSE HEARING (0.2); TELECONFERENCE WITH PROJECT PEGASUS PARTIES RE: ORDER ISSUES (1.0); RESEARCH RE: SECTION 1146 EXEMPTIONS FOR PEGASUS MOTION (1.2); FURTHER WORK ON MOTION AND ORDER RE: SAME (5.8).
GRANT K	03/27/07	8.20	REVIEW ORDER APPROVING BRAKE HOSE SALE (0.4); EMAIL WITH DELPHI TEAM (0.2) AND OTHER COUNSEL RE: SAME (0.2); CONTINUE TO WORK ON PEGASUS TRANSACTION INCLUDING REVIEW OF PURCHASE AGREEMENT (3.1) AND REVISION TO MOTION (3.5) AND ORDERS (0.8).
GRANT K	03/28/07	8.60	CONTINUE TO WORK ON PROJECT PEGASUS TRANSACTION INCLUDING REVISION OF MOTION (5.4); REVIEW OF SCHEDULES TO PURCHASE AGREEMENT (1.4); ATTENTION TO SERVICE PARTIES LIST RE: SAME (1.8).
GRANT K	03/29/07	9.20	CONTINUE TO WORK ON PEGASUS MOTION, INCLUDING REVIEW OF SCHEDULES AND ANCILLARY AGREEMENTS TO MSPA (5.6); REVISION TO MOTION RE: SAME (2.4); ATTENTION TO SPECIAL NOTICE PARTIES RE: SAME (1.2).
GRANT K	03/30/07	4.80	CONTINUE TO WORK ON PEGASUS PLEADINGS, INCLUDING REVIEW OF LATEST DRAFT OF MSPA (3.9) AND SCHEDULES RE: SAME (0.9).
GRANT K	03/31/07	1.50	REVIEW CURRENT DRAFT OF MSPA AND EMAIL TO TEAM RE: SAME (1.5).
		107.20	
KALOUDIS D	03/16/07	2.70	REVIEW AND ANALYZE DRAFT ASSET PURCHASE AGREEMENT (2.3); REVIEW ORGANIZATION CHART (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KALOUDIS D	03/17/07	4.20	REVIEW ASSET PURCHASE AGREEMENT RE: PEGASUS (3.5); BEGIN DRAFTING PLEADINGS (0.7).
KALOUDIS D	03/18/07	6.40	DRAFT BIDDING PROCEDURES ORDER (2.0); DRAFT NOTICES (SALE, CURE AND ASSUMPTION/ASSIGNMENT) (2.0); DRAFT BID PROCEDURES (2.0); REVIEW DRAFT SALE ORDER (0.4).
KALOUDIS D	03/19/07	0.70	TELECONFERENCE WITH K.GRANT RE: PEGASUS (0.2); ATTENTION TO OUTSTANDING ISSUES RE: SAME (0.5).
KALOUDIS D	03/20/07	0.40	REVIEW REVISED PROPOSED ORDERS RE: PEGASUS (0.4).
KALOUDIS D	03/23/07	1.90	REVIEW REVISED APA (1.9).
KALOUDIS D	03/24/07	1.30	REVIEW APA MARK UP (1.3).
KALOUDIS D	03/26/07	0.40	READ PEGASUS OUTSTANDING ISSUES LIST (0.4).
KALOUDIS D	03/27/07	6.20	ANALYZE LABOR ISSUE RE: PEGASUS (0.3); READ FIRST DAY ATTRITION MOTIONS AND ORDERS RE: SAME (0.5); REVIEW OPEN ISSUES LIST RE: PEGASUS (0.3); RESEARCH ISSUE RE: 1146 (0.5); REVIEW EMAILS FROM COMPANY RE: EMPLOYEE ISSUES (0.4); DRAFT PROPOSED TIMELINE RE: PEGASUS (1.2); RESEARCH ISSUE RE: 114 AND PEGASUS (0.3); DRAFT NOTICES (CURE NOTICE, ASSUMPTION PURCHASER & QUALIFIED BIDDER & SALE NOTICE) RE: PEGASUS SALE (1.5); REVIEW REVISED DRAFT OF APA (0.3); REVIEW DRAFT OF SALE MOTION (0.9).
KALOUDIS D	03/28/07	4.00	TELECONFERENCE WITH S.WAGNER RE: EMPLOYEE ISSUES (0.5); REVIEW DRAFT MOTION (1.1); REVIEW AND ANALYZE 1114 ISSUES RE: PEGASUS (1.5); ANALYZE SECTION 1146 CASES (0.9).
KALOUDIS D	03/29/07	3.70	REVIEW REVISED APA RE: PEGASUS (1.3); DRAFT EMPLOYEE SECTION OF MOTION RE: PEGASUS (0.9); REVIEW CBA RE: PEGASUS (1.5).
KALOUDIS D	03/30/07	7.10	TELECONFERENCE WITH M.FUKUDA RE: PEGASUS ISSUES (0.1); REVIEW DRAFTS OF PEGASUS SCHEDULES (1.4); REVIEW AND REVISE SECTION TO MOTION TO SELL ASSETS RE: PEGASUS (4.5); BEGIN TO REVIEW APA RE: B ASSET SALE (0.8); REVIEW EMAIL CORRESPONDENCE RE: PEGASUS (0.3).
KALOUDIS D	03/31/07	3.90	TELECONFERENCE WITH S. WAGNER RE: PEGASUS (0.1); TELECONFERENCE WITH L. HASSELL RE: PEGASUS (0.1); RESEARCH SINGLE STEP SALE TRANSACTION PRECEDENT (2.5); REVIEW REVISED APA RE: PEGASUS (1.2).

42.90

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MCLEOD JM	03/05/07	3.00	PREPARE FOR SUBMISSION, REVIEW 4C DOCUMENTS, TELECONFERENCES WITH SKADDEN TEAM (3.0).
MCLEOD JM	03/07/07	0.80	WORK ON 4C DOCUMENTS (0.8).
MCLEOD JM	03/08/07	2.30	WORK ON FILING, TELECONFERENCE WITH CLIENT, CALLS WITH BUYER'S COUNSEL, CALLS WITH R. BELIN (2.3).
		6.10	
MEISLER RE	03/01/07	0.20	RESPOND TO INQUIRY RE: BRAKE HOSE AUCTION (0.2).
MEISLER RE	03/05/07	0.80	RESPOND TO A. ROVER INQUIRY RE: BRAKE HOSE (0.3); REVIEW BREAK UP FEE RE: SAME (0.1); REVIEW CLOSURES MSA (0.4).
MEISLER RE	03/06/07	1.30	REVIEW SCHEDULE 4.8 TO CLOSURES TRANSACTION (1.1); REVIEW BID PROCEDURES RE: PROJECT RHODES (0.2).
MEISLER RE	03/13/07	0.40	REVIEW ISSUES RE: PROJECT PEGASUS (0.2); REVIEW PIMA COUNTY OBJECTION TO BRAKE HOSE SALE AND DRAFT CORRESPONDENCE RE: SAME (0.2).
MEISLER RE	03/17/07	1.00	REVIEW PROJECT VANTAGE PLEADINGS TO PREPARE FOR CONTESTED HEARING (1.0).
MEISLER RE	03/18/07	0.90	CONTINUE TO REVIEW PROJECT VANTAGE MATERIALS TO PREPARE FOR HEARING (0.8); REVIEW AND RESPOND TO INQUIRY RE: BRAKE HOSE SALE (0.1).
MEISLER RE	03/20/07	1.00	REVIEW AND EDIT SCRIPT RE: BRAKE HOSE SALE (0.5); REVIEW SALE ORDER RE: SAME (0.5).
MEISLER RE	03/21/07	0.30	REVIEW AND REVISE UPDATED SCRIPT RE: BRAKE HOSE (0.3).
MEISLER RE	03/23/07	1.00	TELECONFERENCES WITH M. FUKUDA RE: PEGASUS (0.3, 0.3); WORK ON SAME (0.3); DRAFT CORRESPONDENCE TO P. JABBOUR RE: SAME (0.1).
MEISLER RE	03/24/07	0.70	TELECONFERENCE WITH M. FUKUDA RE: PEGASUS (0.2); DRAFT CORRESPONDENCE RE: SAME (0.5).
MEISLER RE	03/25/07	2.30	CONTINUE TO REVIEW OF MSPA RE: PEGASUS AND LEGAL ISSUES WITHIN SAME (1.9); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.4).
MEISLER RE	03/26/07	4.20	TELECONFERENCE WITH M. FUKUDA RE: PEGASUS (0.3); ANALYSIS OF TERMINATION PROVISIONS (1.0); ANALYSIS OF BID PROTECTIONS (0.9); CONTINUE ANALYSIS OF PEGASUS MSPA (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	03/27/07	10.80	TELECONFERENCES WITH M. FUKUDA RE: PROJECT PEGASUS (0.5, 0.4); CONTINUE ANALYSIS OF TRANSACTION (0.1); PREPARE FOR CONFERENCE CALL RE: PEGASUS (0.3); PARTICIPATE ON CALL WITH BUYER AND M. FUKUDA RE: SAME (0.8); REVIEW AND ANALYZE MSPA RE: PEGASUS (4.3); DRAFT CORRESPONDENCE RE: SAME (0.4); TELECONFERENCE WITH M. GRILLO RE: SAME (0.5); NOTES TO FILE RE: SAME (0.1); TELECONFERENCE WITH M. FUKUDA RE: FOLLOW UP (0.2); REVIEW AND COMMENT ON PEGASUS SALE MOTION (2.5); REVIEW AND COMMENT ON BIDDING PROCEDURES ORDER (0.5); DRAFT CORRESPONDENCE RE: SAME (0.2).
MEISLER RE	03/28/07	2.20	TELECONFERENCE WITH M. GRILLO RE: PROJECT PEGASUS (0.3); NOTES TO FILE RE: SAME (0.1); REVIEW ISSUES DIVIDING PURCHASER AND SELLER (0.2); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.2); TELECONFERENCE WITH S. WAGNER AND D. KALOUDIS RE: REMAINING HR ISSUES IN PROJECT PEGASUS (0.5); ANALYSIS RE: SAME (0.2); REVIEW AND RESPOND TO CORRESPONDENCE RE: PROJECT PEGASUS (0.7).
MEISLER RE	03/29/07	6.20	REVIEW CORRESPONDENCE RE: NDAS (0.2); CONTINUED TO WORK ON GLOBAL DILIGENCE PROJECT (0.9); TELECONFERENCE WITH R. BERRY RE: SAME (0.3); DRAFT CORRESPONDENCE TO C. BELL RE: CERBERUS NDA (0.3); REVIEW OUTSTANDING DOCUMENT REQUEST AND DOCUMENTS MADE AVAILABLE THAT APPEAR RESPONSIVE (0.6); TELECONFERENCE WITH S. CORCORAN RE: DILIGENCE (0.2); REVIEW AND RESPOND TO CORRESPONDENCE RE: DILIGENCE (0.4); TELECONFERENCE WITH T. LAURIA, D. BAUMSTEIN, S. CORCORAN, J. PAPELIAN, AND K. CRAFT RE: WARRANTY LIABILITY (0.6); CONTINUED REVIEW OF CATALYST TRANSACTION (1.2); REVIEW EXECUTORY CONTRACTS AND ANALYSIS OF SAME (0.5); TELECONFERENCE WITH K. CRAFT RE: DISPOSITION (0.5); CONFERENCE WITH D. KALOUDIS RE: SAME (0.2); DRAFT EMAIL TO M. GRILLO RE: CONTRACT AMBIGUITY (0.3).
MEISLER RE	03/30/07	0.90	TELECONFERENCE WITH J. O'NEIL RE: PEGASUS (0.1); CONTINUE REVIEW OF PEGASUS TRANSACTION (0.7); DRAFT CORRESPONDENCE TO M. GRILLO RE: SAME (0.1).
		34.20	
PLATT SJ	03/29/07	2.30	CREATE EXHIBIT FOR UPCOMING DISPOSITION MOTION (2.3).
		2.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

TODRYK JM	03/16/07	4.70	REVIEW DOCUMENTS RE: DISPOSITION OF PEGASUS BUSINESS AND DRAFT MOTION RE: THE SAME (4.7).
TODRYK JM	03/17/07	5.20	REVIEW MASTER SALE AND PURCHASE AGREEMENT FOR SALE OF PEGASUS AND DRAFT MOTION RE: THE SAME (5.2).
TODRYK JM	03/18/07	5.80	DRAFT SALE ORDER FOR SALE OF PEGASUS DIVISION AND REVIEWED PURCHASE AGREEMENT RE: THE SAME (1.1); REVIEW SALE MOTION RE: DISPOSITION OF PEGASUS DIVISION (4.7).
TODRYK JM	03/19/07	6.10	REVIEW AND REVISED SALE ORDER (1.3); REVIEW AND REVISED SALE MOTION, BIDDING PROCEDURES AND RELATED NOTICES (2.7); REVIEW PURCHASE AGREEMENT (2.1).
TODRYK JM	03/20/07	1.80	REVIEW REVISED SALE ORDER AND BIDDING PROCEDURES FOR PEGASUS SALE (1.8).

23.60

Total Associate

296.20

CHAVALI A	03/20/07	1.70	PREPARE BRAKE HOSE DOCUMENTS FOR COURT (1.7).
		1.70	

DEMMA J	03/02/07	1.40	PREPARE/FILE BRAKEHOSE CURE AND ASSUMPTION NOTICES (0.6); PREPARE/FILE VALEO SALE LEASBACK MOTION (0.8).
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DEMMA J	03/06/07	2.20	PREPARE SPECIAL NOTICE PARTY LISTS FOR ICX AND FURUKAWA (1.1); PREPARE/FILE NOTICES OF HEARING FOR ICX AND FURUKAWA (1.1).
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DEMMA J	03/29/07	1.10	COORDINATE PREPARATION OF SPECIAL SERVICE LIST FOR THE CATALYST SALE MOTION (1.1).
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4.70

ROSEN R	03/01/07	0.40	REVIEW ADDITIONAL BRAKE HOSE CURE NOTICES AND PURCHASERS' ASSUMPTION/ASSIGNMENT NOTICES RE: UPCOMING FILING (0.3); REVIEW SAME WITH TEAM ATTORNEY, E. GERSHBEIN, KCC (0.1).
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ROSEN R	03/02/07	0.90	REVISE, REVIEW WITH TEAM ATTORNEY AND FORWARD ADDITIONAL CURE NOTICE AND PURCHASERS' ASSUMPTION/ASSIGNMENT NOTICES TO E. GERSHBEIN, KCC (0.9).
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1.30

Total Legal Assistant

7.70

WORSHECK TM	03/29/07	5.60	CREATE CATALYST SPECIAL PARTY SERVICE LIST (5.6).
		5.60	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Legal Assistant Support	5.60
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TOTAL TIME

343.10

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 04/30/07
Bill Number: 1156504

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	03/20/07	Meisler RE	979.01
Air/Rail Travel - vendor feed	03/20/07	Meisler RE	-467.01
Air/Rail Travel - vendor feed	03/22/07	Meisler RE	21.39
Air/Rail Travel - vendor feed	03/22/07	Meisler RE	395.89
Air/Rail Travel - vendor feed	03/22/07	Meisler RE	-21.39
Air/Rail Travel - vendor feed	03/26/07	Donnelly NP	1,028.11

**TOTAL AIR/RAIL TRAVEL -
VENDOR FEED \$1,936.00**

In-house Reproduction	03/02/07	Copy Center, D	33.25
In-house Reproduction	03/06/07	Copy Center, D	33.85
In-house Reproduction	03/09/07	Copy Center, D	0.10
In-house Reproduction	03/16/07	Copy Center, D	9.71
In-house Reproduction	03/20/07	Copy Center, D	20.43
In-house Reproduction	03/23/07	Copy Center, D	10.71
In-house Reproduction	03/27/07	Copy Center, D	38.65
In-house Reproduction	03/30/07	Copy Center, D	213.80
In-house Reproduction	03/30/07	Copy Center, D	0.50

TOTAL IN-HOUSE REPRODUCTION \$361.00

Telephone Expense-ECRS only	03/30/07	Telecommunications, D	3.27
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	8.43
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	0.82
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	0.35
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	3.13

**TOTAL TELEPHONE EXPENSE-ECRS
ONLY \$16.00**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Lexis/Nexis	03/27/07	Kaloudis D	99.62
Lexis/Nexis	03/28/07	Kaloudis D	9.38
TOTAL LEXIS/NEXIS			\$109.00
Westlaw	03/26/07	Grant K	189.00
TOTAL WESTLAW			\$189.00
Reproduction - color	03/13/07	Copy Center, D	0.50
Reproduction - color	03/16/07	Copy Center, D	2.00
Reproduction - color	03/30/07	Copy Center, D	266.50
TOTAL REPRODUCTION - COLOR			\$269.00
Out-of-Town Travel	03/18/07	Todryk JM	9.00
TOTAL OUT-OF-TOWN TRAVEL			\$9.00
Messengers/ Courier	03/28/07	Dist Serv/Mail/Page, D	27.55
Messengers/ Courier	03/28/07	Dist Serv/Mail/Page, D	16.26
Messengers/ Courier	03/31/07	Dist Serv/Mail/Page, D	53.19
TOTAL MESSENGERS/ COURIER			\$97.00
Out-of-Town Meals	03/18/07	Todryk JM	13.00
TOTAL OUT-OF-TOWN MEALS			\$13.00
Printing to paper from TIF	03/16/07	Copy Center, D	9.00
TOTAL PRINTING TO PAPER FROM TIF			\$9.00
Wireless - Mobile/Cellular/Pager	03/27/07	Carter PG	21.00
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$21.00
TOTAL MATTER			\$3,029.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 05/31/07

Bill Number: 1158919

NAME	DATE	HOURS	DESCRIPTION
GIBSON ML	04/02/07	2.00	REVIEW PURCHASE AGREEMENT AND DRAFT AND CIRCULATED ISSUES LIST; CORRESPONDENCE RE: SAME WITH ASSOCIATE (2.0).
GIBSON ML	04/05/07	0.20	CORRESPONDENCE RE: REVIEW OF AGREEMENTS (0.2).
GIBSON ML	04/11/07	0.10	MULTIPLE CORRESPONDENCE RE: REVIEW OF AGREEMENT (0.1).
GIBSON ML	04/13/07	1.70	REVIEW LATEST DRAFT OF AGREEMENT, PROVIDED COMMENTS TO CLIENT (1.7).
GIBSON ML	04/20/07	1.00	WORKING GROUP CALL, REVIEW LATEST DRAFT AGREEMENT AND COMMENTS, REVIEW AND SEND COMMENTS THEREON (1.0).
GIBSON ML	04/23/07	1.20	REVIEW TERMINATION AND FEE PROVISIONS, CONFERENCE CALL WITH WORKING GROUP; REVIEW MARKUP AND COMMENT THEREON (1.2).
		6.20	
LYONS JK	04/16/07	1.30	REVIEW OF RHODES ISSUES RE: CURE LISTS AND OTHER MATTERS (1.3).
LYONS JK	04/18/07	3.80	PREPARATION FOR AND MEETING WITH CLIENT RE: RESOLUTION OF MOBILEARIA/VERIZON DISPUTE (3.8).
LYONS JK	04/19/07	3.60	REVIEW OF DOCUMENTS AND OTHER DIVESTITURE ISSUES (3.6).
LYONS JK	04/20/07	2.10	TELECONFERENCE WITH S. OLSEN RE: BEARINGS TRANSACTION AND WORKED TO OTHER DIVESTITURE ISSUES (2.1).
LYONS JK	04/25/07	3.50	REVIEW OF RHODES MSPA MARK UP, MADE COMMENTS, AND DEVELOP RESPONSE STRATEGY (3.5).
LYONS JK	04/26/07	3.20	COMMENTS TO RHODES MSPA AND CONFERENCE CALL WITH CLIENT AND BUYER (3.2).
		17.50	
MEISLER RE	04/02/07	0.50	REVIEW LIST OF EXECUTORY CONTRACTS AND CURE ISSUES RE: PEGASUS (0.5).
MEISLER RE	04/03/07	0.30	REVIEW STATUS OF PEGASUS TRANSACTION (0.3).
MEISLER RE	04/04/07	1.20	REVIEW KEY PROVISIONS IN CLOSURES MSA (1.0); DRAFT CORRESPONDENCE RE: CHANGED TIMING FOR PEGASUS (0.2).
MEISLER RE	04/05/07	3.20	REVIEW AND COMMENT ON APA RE: SALE OF NON-CORE BUSINESS (3.2).
MEISLER RE	04/06/07	0.70	CONTINUE TO REVIEW OF APA RE: SALE OF NON-CORE BUSINESS (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	04/10/07	0.20	TELECONFERENCE WITH K. CRAFT RE: DIVESTITURE (0.2) .
MEISLER RE	04/20/07	2.50	REVIEW AND COMMENT ON APA RE: SALE OF NON-CORE BUSINESS (2.5) .
MEISLER RE	04/21/07	1.90	REVIEW RESEARCH RE: SUCCESSOR LIABILITY ISSUES (1.2); DRAFT CORRESPONDENCE RE: SALE ORDER (0.2); REVIEW MARK-UP OF SALE OF BRAKE BUSINESS (0.3); DRAFT CORRESPONDENCE RE: SAME (0.2) .
MEISLER RE	04/22/07	0.50	CONTINUE ANALYSIS OF APA RE: SALE OF BRAKE BUSINESS (0.5) .
MEISLER RE	04/23/07	1.20	REVIEW AND ANALYZE BID PROTECTION PROVISIONS RE: SALE OF BRAKE BUSINESS (0.6); REVIEW M. GIBSON COMMENTS RE: SAME (0.2); REVIEW MECHANICS AND TIMING RE: BID PROCEDURES AND SALE HEARING (0.3); TELECONFERENCE WITH K. CRAFT RE: SAME (0.1) .
MEISLER RE	04/24/07	0.70	REVIEW AND COMMENT ON TIMELINE RE: BRAKE SALE APA (0.5); TELECONFERENCE WITH K. CRAFT RE: SAME (0.2) .
		12.90	
Total Partner		36.60	
STROBERT AF	04/05/07	1.90	REVIEW APA (1.9) .
STROBERT AF	04/20/07	1.00	REVIEW/REVISE APA (1.0) .
		2.90	
Total Counsel		2.90	
FERN BM	04/01/07	0.90	REVIEW EMAILS AND DOCUMENTS RE: PEGASUS MSA (0.5); FORMULATE STRATEGY RE: PEGASUS (0.4) .
FERN BM	04/02/07	0.90	REVIEW AND COMMENT ON EMAIL AND DOCUMENTS FROM B. HARVEY RE: PEGASUS SIDE LETTER (0.3); ATTENTION TO ISSUES RE: PEGASUS SALE (0.6) .
FERN BM	04/03/07	3.90	REVIEW AND COMMENT ON BIDDER'S PROPOSED CHANGES TO PEGASUS SALE ORDER (0.5); REVIEWED AND COMMENTED ON PEGASUS SALE MOTION (2.3); REVIEWED AND COMMENTED ON PEGASUS BIDDING PROCEDURE ORDER (0.6); REVIEWED AND COMMENTED ON BIDDING PROCEDURES (0.5) .
FERN BM	04/04/07	6.50	BEGAN DRAFTING RHODES BIDDING PROCEDURES (2.2); COMPLETED DRAFT OF RHODES BIDDING PROCEDURES (1.2); REVIEWED AND COMMENTED ON CLOSURES MSA (3.1) .
FERN BM	04/05/07	1.40	ATTENTION TO ISSUES RE: CLOSURES MSA (0.3); REVIEW TRW MSA (1.1) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/06/07	0.80	REVIEW RHODES PROCESS LETTER (0.2); ATTENTION TO ISSUES RE: CLOSURES MSA (0.6).
FERN BM	04/17/07	4.60	RESEARCH RE: CURE LIABILITY (2.7); RESEARCH RE: SUCCESSOR LIABILITY (1.9).
FERN BM	04/18/07	4.10	DRAFT MEMO RE: CLAIMS ISSUES ARISING FROM DIVESTITURES (4.1).
FERN BM	04/19/07	0.40	ATTENTION TO ISSUES RE: STALKING HORSES FOR VARIOUS DIVESTITURES (0.4).
FERN BM	04/20/07	1.50	REVIEW AND COMMENT ON MSA (1.5).
FERN BM	04/21/07	0.70	ATTENTION TO ISSUES RE: ASA (0.7).
FERN BM	04/22/07	1.40	FORMULATE STRATEGY RE: OPEN ISSUES IN ASA (0.6); REVIEW PRECEDENT LANGUAGE IN DELPHI'S DIVESTITURE AGREEMENTS (0.8).
FERN BM	04/23/07	3.80	FORMULATE STRATEGY RE: ASA (0.6); DRAFT PROPOSED LANGUAGE RE: SAME (0.5); ADDITIONAL REVIEW AND COMMENT TO ASA (1.4); ADDITIONAL RESEARCH RE: SUCCESSOR LIABILITY (1.3).
FERN BM	04/24/07	0.70	ADDITIONAL COMMENTS TO ASA (0.3); REVIEW AND ANALYZE ISSUES RE: RHODES ORDERS (0.4).
FERN BM	04/25/07	4.60	REVISE ORDERS RE: RHODES SALE (1.8); EMAIL TO R. ITKIN AND S. CHO RE: RHODES SALE ORDER (0.2); EMAILS TO/FROM R. ITKIN AND S. CHO RE: RHODES SALE ORDER (0.5); REVIEW AND COMMENT ON BIDDER'S PROPOSED CHANGES TO RHODES MSA (2.1).
FERN BM	04/27/07	2.30	PRE-TELECONFERENCE PREP SESSION WITH T. DONO AND S. DANIELS (0.5); TELECONFERENCE WITH T. DONO, S. DANIELS, R. ITKIN, AND D. KRASNER RE: RHODES MSA (0.7); REVISE RHODES MSA (1.1).

38.50

GRANT K	04/02/07	5.80	CONTINUE REVIEW OF PEGASUS DEAL DOCUMENTS, INCLUDING REVISED MSPA (2.4); SCHEDULES (0.9); ANCILLARY AGREEMENTS (1.2) AND RETENTION AGREEMENT; (0.3) TELECONFERENCE WITH M. FUKUDA RE: SAME (0.4); TELECONFERENCE WITH B. HARVEY RE: LETTER AGREEMENT WITH RESPECT TO BIDDING PROCEDURES (0.2); ATTENTION TO SERVICE LISTS FOR SERVICE OF PEGASUS MOTION (0.2); TELECONFERENCE WITH S. SVORONOS RE: OTHER POTENTIAL BIDDERS (0.2).
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GRANT K	04/03/07	4.20	CONTINUE WORK ON PEGASUS TRANSACTION, INCLUDING REVIEW OF PURCHASER COMMENTS TO PROPOSED ORDERS (0.9) AND REVISIONS TO MOTION (1.5); REVIEW VDSR PRESENTATION RE: SAME (1.2); REVIEW AND REVISE PROPOSED TIMELINE RE: SAME (0.3); TELECONFERENCE WITH A. AZIM RE: OTHER INTERESTED PARTIES (0.3).
GRANT K	04/05/07	4.50	REVIEW AND ANALYZE MSPA FOR CLOSURES TRANSACTION (4.5).
GRANT K	04/13/07	1.10	REVIEW AND ANALYZE LIST OF PARTIES SERVED WITH BRAKE HOSE PLEADINGS (1.1).
		15.60	
HARDIN AS	04/01/07	0.50	WORKING GROUP EMAIL EXCHANGE RE: ASSET SALES (0.5).
HARDIN AS	04/02/07	0.70	REVIEW PRESENTATION AND CORRESPONDENCE RELATED TO ASSET SALES (0.7).
HARDIN AS	04/03/07	3.20	PREPARE FOR HEARING RE: ASSET SALE (3.2).
HARDIN AS	04/04/07	0.80	PREPARE MATERIALS RE: ASSET SALES (0.8).
		5.20	
KALOUDIS D	04/01/07	3.10	ATTENTION TO CBA ISSUE RE: PEGASUS (0.3); REVIEW AND MARK UP TRW ASSET PURCHASE AGREEMENT (2.8).
KALOUDIS D	04/02/07	3.70	REVIEW SCHEDULES RE: PEGASUS (1.3); REVISE SALE MOTION RE: EMPLOYEES (1.5); REVISE TIMELINE (0.9).
KALOUDIS D	04/03/07	3.20	REVIEW SALE PRESENTATION (0.3); BEGIN DRAFTING NOTICE OF SALE MOTION (0.3); REVISE ASSUMPTION/CURE NOTICES (0.2); CONTINUE TO ANALYZE EMPLOYEES ISSUES WITH RESPECT TO PEGASUS SALE MOTION (0.9); CONTINUE TO REVIEW SCHEDULES (0.4); REVISE PROPOSED TIMELINE RE: PEGASUS (1.1).
KALOUDIS D	04/04/07	3.90	REVIEW TOWER DOCUMENTS (1.8); TELECONFERENCE RE: PEGASUS STATUS (0.1); REVIEW REVISED ASSET PURCHASE AGREEMENT (1.6); TELECONFERENCE WITH M. FUKUDA (0.3); TELECONFERENCE WITH CLIENT RE: TULSA CBA; TELECONFERENCE WITH SKIP FE: TULSA (0.1).
KALOUDIS D	04/05/07	2.40	REVIEW COMMENTS FROM APA (0.3); REVISE ASSET PURCHASE AGREEMENT (2.1).
KALOUDIS D	04/06/07	1.80	FURTHER REVISE ASSET PURCHASE AGREEMENT (1.3); DRAFT EMAIL TO K. CRAFT RE: APA (0.2); SEND FOLLOW UP EMAIL TO K. CRAFT RE: APA (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KALOUDIS D	04/10/07	1.60	REVIEW ORDER RE: TOWER (0.4); REVIEW REVISED TRW ASSET PURCHASE AGREEMENT (1.2).
KALOUDIS D	04/11/07	3.80	REVIEW SALE MOTION AND TOWER BIDDING PROCEDURES (0.8); ATTEND TOWER HEARING (3.0).
KALOUDIS D	04/13/07	0.60	REVIEW CORPORATE COMMENTS TO ASSET PURCHASE AGREEMENT (0.6).
KALOUDIS D	04/17/07	3.00	ATTEND TOWER HEARING (3.0).
KALOUDIS D	04/18/07	2.90	REVIEW AND REVISE ASSET PURCHASE AGREEMENT (2.9).
KALOUDIS D	04/20/07	1.10	REVIEW COMMENTS TO APA (1.1).
KALOUDIS D	04/22/07	5.80	REVIEW AND REVISE ASSET PURCHASE AGREEMENT (5.8).
KALOUDIS D	04/23/07	5.10	CONTINUE TO ANALYZE AND PROVIDE COMMENTS PROPOSED ASSET PURCHASE AGREEMENT (4.4); REVIEW COMMENTS (0.4); DRAFT EMAIL TO K.CRAFT RE: SAME (0.3).
KALOUDIS D	04/26/07	4.20	DRAFT TRW SALE MOTION, BIDDING PROCEDURES AND RELATED NOTICES (4.2).
KALOUDIS D	04/27/07	1.90	DRAFT TRW SALE MOTION, BIDDING PROCEDURES AND RELATED NOTICES (1.9).
KALOUDIS D	04/30/07	1.60	CONTINUE TO DRAFT TRW SALE PLEADINGS (1.6).
		49.70	
KETCHENS JP	04/01/07	5.50	REVIEW APA AND DRAFT ISSUES LIST (5.5).
KETCHENS JP	04/02/07	0.50	REVIEW APA ISSUES (0.5).
KETCHENS JP	04/17/07	1.50	REVIEW REVISED TRISTONE APA (1.5).
KETCHENS JP	04/18/07	3.50	REVIEW AND COMMENT ON REVISED TRISTONE APA (3.5).
		11.00	
Total Associate		120.00	
TOTAL TIME		<u>159.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 05/31/07
Bill Number: 1158919

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/03/07	Copy Center, D	62.62
In-house Reproduction	04/06/07	Copy Center, D	5.29
In-house Reproduction	04/10/07	Copy Center, D	0.90
In-house Reproduction	04/27/07	Copy Center, D	6.19
TOTAL IN-HOUSE REPRODUCTION			\$75.00
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	1.79
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	3.88
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	0.22
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	0.93
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	0.18
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$7.00
Lexis/Nexis	04/17/07	Fern BM	220.28
Lexis/Nexis	04/18/07	Fern BM	49.72
TOTAL LEXIS/NEXIS			\$270.00
Westlaw	04/17/07	Fern BM	94.62
Westlaw	04/18/07	Fern BM	62.23
Westlaw	04/23/07	Fern BM	57.15
TOTAL WESTLAW			\$214.00
Reproduction - color	04/10/07	Copy Center, D	108.00
TOTAL REPRODUCTION - COLOR			\$108.00
Vendor Hosted Teleconferencing	03/05/07	Teleconferencing Services, LLC	3.63
Vendor Hosted Teleconferencing	03/08/07	Teleconferencing Services, LLC	8.37
TOTAL VENDOR HOSTED TELECONFERENCING			\$12.00
Out-of-Town Travel	04/20/07	Fern BM	501.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL OUT-OF-TOWN TRAVEL	\$501.00
Out-of-Town Meals	04/19/07	Fern BM	3.00
		TOTAL OUT-OF-TOWN MEALS	\$3.00
Outside Re- search/Internet Services	04/05/07	Pacer Service Center	6.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$6.00
		TOTAL MATTER	\$1,196.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 06/30/07
Bill Number: 1166514

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/17/07	2.20	PREPARE FOR (0.3) AND PARTICIPATE IN SEVERAL (0.7, 1.2) TELECONFERENCES WITH R. O'NEAL, J. BERTRAND, J. SHEEHAN, J. ARLE ET. AL. RE: STEERING SALE MATTERS.
		2.20	
LYONS JK	05/01/07	1.10	REVIEW AND COMMENTS TO RHODES MSPA (1.1).
LYONS JK	05/03/07	0.30	REVIEW OF CONFIDENTIALITY ISSUE RE: PEGASUS AND RESPONDED TO THE CLIENT (0.3).
LYONS JK	05/08/07	3.00	REVIEW OF PROPOSED BOSCH TRANSACTION, DEVELOPED STRATEGIES RE: SAME AND ADVICE TO CLIENT (2.1); REVIEW OF SANDUSKY MOTION AND COMMENTS (0.9).
LYONS JK	05/14/07	3.10	REVIEW OF VARIOUS DIVESTITURE ISSUES, PLEADINGS AND TIMELINES (3.1).
LYONS JK	05/15/07	3.20	ADDITIONAL FOLLOW UP RE: SALE PLEADINGS, BOSCH AND OTHER MATTERS AND MOBILEARIA/VERIZON ISSUES (3.2).
LYONS JK	05/17/07	3.30	TELECONFERENCES RE: RHODES AUCTION STRATEGIES, AND OTHER DIVESTITURES ISSUES AND PLEADINGS (3.3).
LYONS JK	05/18/07	2.10	REVIEW OF PEGASUS PLEADINGS AND ORDERS AND OTHER DIVESTITURE ISSUES (2.1).
LYONS JK	05/23/07	1.10	REVIEW OF RHODES ISSUES AND FOLLOW UP (1.1).
LYONS JK	05/24/07	2.10	REVIEW OF OUTSTANDING ORDERS RE: RHODES AND PEGASUS, OPEN ISSUES, AND PROPOSED REVISIONS AND PLAN LANGUAGE (2.1).
		19.30	
MEISLER RE	05/02/07	1.00	DRAFT CORRESPONDENCE WITH M. FUKUDA RE: PEGASUS AND POTENTIAL INTERESTED PARTIES (0.1); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.2); REVIEW AND CONSIDER CORRESPONDENCE FROM S. ROHR RE: PURCHASED EQUIPMENT THAT WAS NEVER PICKED UP (0.3); REVIEW AND RESPOND TO CORRESPONDENCE RE: POCKET CHART DIVESTITURE (0.4).
MEISLER RE	05/03/07	1.60	TELECONFERENCE WITH R. BERRY RE: BOSCH TRANSACTION (0.2); DRAFT CORRESPONDENCE RE: SAME (0.2); BEGIN REVIEW OF APA RE: SAME (0.5); DRAFT CORRESPONDENCE RE: SAME (0.2); REVIEW AND ANALYZE CORRESPONDENCE AND PRESENTATIONS RE: PEGASUS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/04/07	1.00	REVIEW APA RE: BOSCH (0.5); DRAFT CORRESPONDENCE RE: SAME (0.2); DRAFT INTERNAL CORRESPONDENCE RE: ASHIMORI TRANSACTION (0.3).
MEISLER RE	05/07/07	0.40	TELECONFERENCE WITH M. FUKUDA RE: PEGASUS (0.3); DRAFT CORRESPONDENCE RE: SAME (0.1).
MEISLER RE	05/08/07	0.20	DRAFT CORRESPONDENCE RE: SALE OF PLANT TO BOSCH (0.2).
MEISLER RE	05/10/07	1.10	CONTINUE ANALYSIS OF SALTILLO TRANSACTION (0.4); DRAFT CORRESPONDENCE RE: SAME (0.1); REVIEW PROJECT PEGASUS CORRESPONDENCE AND PRESENTATION (0.4); TELECONFERENCE WITH H. BAER RE: SALE OF PACKARD ASSETS (0.1); REVIEW CORRESPONDENCE RE: SAME (0.1).
MEISLER RE	05/11/07	0.40	ATTENTION TO DIVESTITURES AND TIME LINES (0.4).
MEISLER RE	05/12/07	1.80	CONTINUE WORKING ON TIME LINES RE: 363 SALES (1.3); WORKING GROUP CALL RE: SAME (0.5).
MEISLER RE	05/14/07	0.30	REVIEW 363 TIMELINES (0.3).
MEISLER RE	05/15/07	0.60	REVIEW AND ANALYZE DTM PRESENTATION RE: 363 TIMELINES (0.4); REVIEW AND RESPOND TO CORRESPONDENCE RE: PEGASUS (0.2).
MEISLER RE	05/16/07	1.50	REVIEW AND COMMENT ON BOSCH APA (1.5).
MEISLER RE	05/17/07	3.50	TELECONFERENCE WITH S. CORCORAN RE: SALTILLO TRANSACTION (0.2); REVIEW AND COMMENT ON APA RE: SALE OF SALTILLO PLANT (3.3).
MEISLER RE	05/18/07	0.60	TELECONFERENCE WITH C. CREOLE AND S. CORCORAN RE: SALE OF DE MINIMIS ASSETS (0.1); DRAFT CORRESPONDENCE RE: SAME (0.1); CONTINUE REVIEW AND ANALYSIS OF SALTILLO APA (0.4).
MEISLER RE	05/19/07	0.50	REVIEW 363 TIMELINES (0.5).
MEISLER RE	05/21/07	0.20	REVIEW HR ASPECTS OF PROJECT PEGASUS (0.2).
MEISLER RE	05/22/07	0.60	CONTINUE REVIEW OF APA RE: SALTILLO (0.6).
MEISLER RE	05/23/07	1.30	CONTINUE REVIEW OF SALTILLO TRANSACTION (0.2); REVIEW AND RESPOND TO CORRESPONDENCE RE: TAX PROVISIONS IN SALTILLO APA (0.5); TELECONFERENCE WITH K. CRAFT RE: TRW (0.1); DRAFT CORRESPONDENCE RE: SAME (0.1); DRAFT CORRESPONDENCE RE: COMMENTS TO PEGASUS APA (0.4).
MEISLER RE	05/24/07	0.50	REVIEW AND ANALYZE PEGASUS APA (0.5).

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MEISLER RE	05/29/07	2.70	REVIEW REDLINED AGREEMENT RE: PEGASUS (0.3); CONTINUE TO REVIEW SALTILLO APA (2.4).
MEISLER RE	05/30/07	7.30	CONTINUE TO REVIEW SALTILLO APA (0.3); DRAFT CORRESPONDENCE TO R. BERRY RE: SAME (0.2); REVIEW STATUS OF PROJECT RHODES (0.3); REVIEW AND COMMENT ON PEGASUS SALE MOTION (4.5); REVIEW PEGASUS APA IN CONNECTION WITH SAME (2.0).
MEISLER RE	05/31/07	6.20	CONTINUE TO REVIEW AND COMMENT ON SALTILLO SALE MOTION (3.6); REVIEW EXHIBIT TO PEGASUS APA RE: ORG CHART (0.2); TELECONFERENCE WITH M. FUKUDA RE: SAME (0.4); REVIEW SALE ORDER (0.8), BIDDING PROCEDURES (0.5), SALE NOTICES (0.3), CURE NOTICE (0.2), AND ASSUMPTION AND ASSIGNMENT NOTICE (0.2).
		33.30	
Total Partner		54.80	
FERN BM	05/01/07	0.90	ADDITIONAL REVISIONS TO RHODES MSA (0.7); EVALUATE ISSUES RE: INTERIORS (0.2).
FERN BM	05/04/07	1.50	FORMULATE STRATEGY RE: VARIOUS DIVESTITURES (0.7); BEGAN REVIEWING BOSCH ASA (0.8).
FERN BM	05/05/07	1.70	REVIEWED AND COMMENTED ON BOSCH ASA (1.7).
FERN BM	05/07/07	1.70	REVISED BOSCH ASPA (1.0); REVIEWED AND COMMENTED ON DOCUMENTS RE: BOSCH SALE (0.7).
FERN BM	05/08/07	1.10	TELECONFERENCE WITH J. AGOMEDO RE: BOSCH (0.2) AND ATTENTION TO ISSUES RE: SAME (0.4); TELECONFERENCE WITH K. CRAFT RE: BOSCH (0.2); EMAILS TO/FROM J. CARNEY RE: BOSCH (0.3).
FERN BM	05/09/07	0.20	REVIEW ISSUES RE: BOSCH TRANSACTION (0.2).
FERN BM	05/10/07	3.50	EMAILS AND TELECONFERENCE WITH G. TOERING RE: BOSCH (0.4); REVIEW ISSUES RE: BOSCH TRANSACTION (0.6); REVIEWED AND COMMENTED ON CLOSURES MSA (2.5).
FERN BM	05/11/07	4.10	DRAFTED PROPOSED CHANGES TO CLOSURES MSA (3.1); REVIEWED AND COMMENTED ON DRAFT DIVESTITURE TIMELINE (0.5); ADDITIONAL REVIEW OF DIVESTITURE TIMELINE (0.5).
FERN BM	05/12/07	1.20	PREPARED FOR (0.4) AND PARTICIPATED IN STRATEGY TELECONFERENCE RE: DIVESTITURE TIMELINE (0.8).

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FERN BM	05/14/07	3.60	REVIEW DOCUMENTS RE: CHANGES TO CLOSURES MSPA (0.6); REVIEWED MATERIALS RE: POCKET CHART SALE (0.8); FORMULATE STRATEGY RE: TIMING OF DIVESTITURES (1.1); COMMENTED ON DIVESTITURE TIMELINE (0.4); EMAIL TO M. FUKUDA RE: CLOSURES MSPA (0.2); DRAFTED PRESENTATION RE: DIVESTITURES (0.5).
FERN BM	05/15/07	1.10	REVIEW ISSUES RE: TIMING OF DIVESTITURES (0.4); TELECONFERENCE WITH P. MCCOLLUM RE: POCKET CHART (0.2) AND EVALUATE ISSUES RE: SAME (0.3); REVIEWED DELPHI'S PROPOSED TIMELINE OF DIVESTITURES (0.2).
FERN BM	05/16/07	1.70	REVIEW ISSUES RE: BOSCH DIVESTITURE (0.4); REVIEWED AND COMMENTED ON BOSCH ASPA (1.3).
FERN BM	05/18/07	8.60	REVIEW ISSUES RE: PEGASUS SALE PLEADINGS (0.4); ATTENTION TO ISSUES RE: SERVICE OF BOSCH MOTION (0.2); REVISED BOSCH ASPA (2.8); REVIEWED DOCUMENTS RE: SMCC TRANSACTION (0.3); EMAILS TO/FROM P. MCCOLLUM RE: SAME (0.2); ADDITIONAL REVISIONS TO BOSCH ASPA (1.3); EMAIL TO R. BERRY RE: :SAME (0.2); REVIEWED SMCC PURCHASE AGREEMENT (1.1); BEGAN DRAFTING NOTICE RE: SMCC SALE (2.1).
FERN BM	05/20/07	2.70	REVIEWED AND COMMENTED ON PEGASUS MSPA (2.3); ADDITIONAL ATTENTION TO PEGASUS MSPA (0.4).
FERN BM	05/21/07	9.00	REVIEWED PROPOSED CHANGES TO PEGASUS ORDERS (0.5); REVISED COMMENTS TO PEGASUS MSPA (0.5); EMAIL TO M. FUKUDA RE: SAME (0.2); TELECONFERENCE WITH M. FUKUDA RE: PEGASUS MSPA (0.3); ATTENTION TO ISSUES RE: SAME (0.4); EMAIL TO M. FUKUDA AND K. CHECK RE: SAME (0.2); REVISED SMCC SALE NOTICE (1.1); EMAILS TO/FROM P. MCCOLLUM AND S. CORCORAN RE: SAME (0.3); FORMULATE STRATEGY RE: PEGASUS PLEADINGS (0.5); REVIEW ISSUES RE: SERVICE OF SAME (0.3); REVIEWED DOCUMENTS RE: PAYMENT OR RETENTION BONUS UNDER MSPA (0.5); FORMULATE STRATEGY RE: ALL DIVESTITURES (0.3); REVIEWED AND COMMENTED ON PEGASUS PLEADINGS (3.9).

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FERN BM	05/22/07	7.90	EMAILS TO/FROM S. CORCORAN AND C. CREEL RE: SMCC NOTICE (0.2); ATTENTION TO ISSUES RE: CATALYST PLEADINGS (1.2); TELECONFERENCE WITH M. FUKUDA AND E. CREECH RE: PEGASUS TIMING (0.5); EMAIL FROM R. BERRY RE: PBGC LIEN (0.2); ATTENTION TO ISSUES RE: SAME (0.9); DRAFTED SUMMARY RE: DIVESTITURE STATUS (3.2); REVIEW TO ISSUES RE: OUTSTANDING DELIVERABLES FOR BOSCH AND TRW (0.7); REVIEWED BOARD PRESENTATION RE: PEGASUS (0.3); ORGANIZED DIVESTITURE RELATED DOCUMENTS (0.5); DRAFTED PROPOSED LANGUAGE FOR BOSCH APA (0.2).
FERN BM	05/23/07	5.80	REVIEW AND EVALUATE ISSUES RE: LANGUAGE IN BOSCH APA (0.4); EMAILS FROM S. CORCORAN AND R. BERRY RE: SAME (0.2); REVIEW ISSUES RE: STATUS OF PEGASUS DEAL (0.3); EMAILS TO/FROM J. RUHAN RE: PEGASUS CURE ESTIMATES (0.2); TELECONFERENCE WITH R. BERRY AND J. CARNEY RE: BOSCH (0.2); EMAILS TO/FROM R. BERRY AND S. CORCORAN RE: TIMING OF BOSCH SALE (0.4); REVIEW ISSUES RE: PEGASUS WORKFORCE PROVISIONS (0.5); REVIEWED AND COMMENTED ON TRW APA (1.8); REVIEWED ISSUES RE: CONTRACTS WITH ASSIGNABILITY CLAUSES (0.5); FORMULATE STRATEGY RE: SMCC SALE (0.5); ANALYZED ISSUES RE: ASSIGNABILITY OF SMCC CONTRACTS (0.4); EMAIL TO M. FUKUDA RE: OPEN ISSUES (0.4).
FERN BM	05/24/07	7.20	EMAILS TO/FROM R. BERRY RE: TIMING OF BOSCH MOTION (0.2); REVISED LANGUAGE IN TRW APA (0.4); EMAILS FROM S. CORCORAN AND F. KUPLIICKI RE: BOSCH APA (0.3); REVIEWED PRECEDENT RE: SCOPE OF SALE ORDERS (0.6); ADDITIONAL ATTENTION TO LANGUAGE IN BOSCH AGREEMENT (0.4); EMAIL FROM M. FUKUDA RE: PEGASUS WORKFORCE PROVISIONS (0.3); REVIEWED AND COMMENTED ON PEGASUS ORDERS (0.5); ATTENTION TO ISSUES RE: BID PROTECTION PRECEDENT (0.5); FORMULATE STRATEGY RE: LANGUAGE IN SALE ORDERS (0.7); REVIEWED AND COMMENTED ON PEGASUS PLEADINGS (1.8); REVIEWED TULSA SHELF AGREEMENT MEMO (0.2); REVIEWED ADN COMMENTED ON PEGASUS TIMELINE (0.4); REVIEW ISSUES RE: DIVESTITURES FOR JUNE FILING (0.4); EMAIL TO M. FUKUDA RE: PEGASUS TIMELINE (0.2); ATTENTION TO ISSUES RE: TRW APA (0.3).
FERN BM	05/25/07	1.00	REVIEW ISSUES RE: PEGASUS ORDERS (0.4); REVIEWED PEGASUS PRESENTATION SLIDES (0.4); EMAIL TO M. GRILLO AND B. HARVEY RE: PEGASUS DRAFT ORDERS (0.2).
FERN BM	05/28/07	0.90	ATTENTION TO ISSUES RE: PEGASUS MSPA (0.5); REVIEWED PROPOSED PEGASUS SIDE LETTER (0.2); EMAILS TO/FROM M. FUKUDA RE: PEGASUS MSPA (0.2).